

Exhibit B

Monthly Statements

UNITED STATES DISTRICT COURT
DISTRICT OF PUERTO RICO

In re:

THE FINANCIAL OVERSIGHT AND
MANAGEMENT BOARD FOR PUERTO RICO,

as representative of

THE COMMONWEALTH OF PUERTO RICO, *et al.*,

Debtors.¹

PROMESA
Title III

No. 17 BK 3283-LTS

(Jointly Administered)

In re:

THE FINANCIAL OVERSIGHT AND
MANAGEMENT BOARD FOR PUERTO RICO,

as representative of

PUERTO RICO HIGHWAYS &
TRANSPORTATION AUTHORITY,

Debtor.

PROMESA
Title III

No. 17 BK 3567-LTS

**COVER SHEET TO TWENTY-THIRD MONTHLY FEE APPLICATION OF
PROSKAUER ROSE LLP AS ATTORNEYS TO THE FINANCIAL OVERSIGHT AND
MANAGEMENT BOARD FOR PUERTO RICO, AS REPRESENTATIVE OF DEBTOR,
PUERTO RICO HIGHWAY & TRANSIT AUTHORITY (“HTA”)
FOR THE PERIOD FEBRUARY 1, 2019 THROUGH FEBRUARY 28, 2019**

Name of Applicant:

Proskauer Rose LLP (“Proskauer”)

¹ The Debtors in these Title III Cases, along with each Debtor's respective Title III case number and the last four (4) digits of each Debtor's federal tax identification number, as applicable, are the (i) Commonwealth of Puerto Rico (Bankruptcy Case No. 17 BK 3283-LTS) (Last Four Digits of Federal Tax ID: 3481); (ii) Puerto Rico Sales Tax Financing Corporation (“COFINA”) (Bankruptcy Case No. 17 BK 3284-LTS) (Last Four Digits of Federal Tax ID: 8474); (iii) Puerto Rico Highways and Transportation Authority (“HTA”) (Bankruptcy Case No. 17 BK 3567-LTS) (Last Four Digits of Federal Tax ID: 3808); and (iv) Employees Retirement System of the Government of the Commonwealth of Puerto Rico (“ERS”) (Bankruptcy Case No. 17 BK 3566-LTS) (Last Four Digits of Federal Tax ID: 9686). (Title III case numbers are listed as Bankruptcy Case numbers due to software limitations).

Authorized to Provide
Professional Services to:

Financial Oversight and Management Board, as
Representative for the Debtor Pursuant to
PROMESA Section 315(b)

Period for which compensation
and reimbursement for fees and services
is sought:

February 1, 2019 through February 28, 2019

Amount of compensation sought
as actual, reasonable and necessary: **\$43,014.30**

Amount of expense reimbursement
sought as actual, reasonable and necessary: **\$648.90**

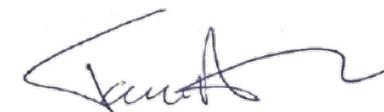
Total Amount for these Invoices: **\$43,663.20**

This is a: X monthly interim final application.

This is Proskauer's twenty-third monthly fee application in these cases.

Principal Certification

I hereby authorize the submission of this Monthly Fee Statement for February 2019.



Jaime A. El Koury
General Counsel to the Financial Oversight and
Management Board for Puerto Rico

On April 30, 2019 sent to:

FOMB:

Financial Oversight and Management Board
40 Washington Square South
Office 314A
New York, NY 10012
Attn: Professor Arthur J. Gonzalez
FOMB Board Member

O'Neill & Borges LLC
250 Muñoz Rivera Ave., Suite 800
San Juan, PR 00918
Attn: Hermann D. Bauer, Esq.

Office of United States Trustee

Office of the United States Trustee for the District of
Puerto Rico
Edificio Ochoa, 500 Tanca Street, Suite 301
San Juan, PR 00901
(In re: Commonwealth of Puerto Rico)

Office of the United States Trustee for Region 21
75 Spring Street, SW, Room 362
Atlanta, GA 30303
Attn: Guy G. Gebhardt
Acting United States Trustee (Region 21)
(In re: Commonwealth of Puerto Rico)

Co-Counsel for the Official Committee of Unsecured

Creditors:

Paul Hastings LLP
200 Park Avenue
New York, NY 10166
Attn: Luc. A. Despins, Esq.

Casillas, Santiago & Torres, LLC
El Caribe Office Building
53 Palmeras Street, Ste. 1601
San Juan, Puerto Rico 00901-2419
Attn: Juan J. Casillas Ayala, Esq.
Alberto J. E. Añeses Negrón, Esq.

Co-Counsel for the Fee Examiner

Godfrey & Kahn S.C.
One East Main Street, Suite 500
Madison, WI 53703
Attn: Katherine Stadler

EDGE Legal Strategies, PSC
252 Ponce de León Avenue
Citibank Tower, 12th Floor
San Juan, PR 00918
Attn: Eyck O. Lugo

Co-Counsel for AAFAF:

O'Melveny & Myers LLP,
Times Square Tower
7 Times Square
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Attn: John J. Rapisardi, Esq.
Suzanne Uhland, Esq.
Diana M. Perez, Esq.

Marini Pietrantoni Muñiz LLC
MCS Plaza, Suite 500
255 Ponce de León Ave
San Juan, PR 00917
Attn: Luis C. Marini-Biaggi, Esq.
Carolina Velaz-Rivero, Esq.

Co-Counsel for the Official Committee of Retirees:

Jenner & Block LLP
919 Third Avenue
New York, NY 10022-3908
Attn.: Robert Gordon, Esq.
Richard Levin, Esq.

Jenner & Block LLP
353 N. Clark Street
Chicago, IL 60654
Attn.: Catherine Steege, Esq.
Melissa Root, Esq.

Bennazar, García & Milián, C.S.P.
Edificio Union Plaza, PH-A
416 Avenida Ponce de León
Hato Rey, PR 00918
Attn.: A.J. Bennazar-Zequeira, Esq.

Puerto Rico Department of Treasury

PO Box 9024140
San Juan, PR 00902-4140
Attn: Reylam Guerra Goderich, Deputy Assistant of
Central Accounting
Omar E. Rodríguez Pérez, CPA, Assistant
Secretary of Central Accounting
Angel L. Pantoja Rodríguez, Deputy Assistant of
Internal Revenue and Tax Policy
Francisco Parés Alicea, Assistant Secretary of
Internal Revenue and Tax Policy
Francisco Peña Montañez, CPA, Assistant
Secretary of the Treasury

HTA - General			
Task Code	Matter Description	Total Billed Hours	Total Fees Requested
202	Legal Research	8.20	\$2,629.20
210	Analysis and Strategy	0.90	\$710.10
212	General Administration	4.70	\$1,269.00
218	Employment and Fee Applications	4.90	\$1,323.00
Total		18.70	\$5,931.30

HTA - Peaje			
Task Code	Matter Description	Total Billed Hours	Total Fees Requested
201	Tasks relating to the Board, its Members, its Staff, its Advisors or its Consultants	0.10	\$78.90
202	Legal Research	3.70	\$2,919.30
207	Non-Board Court Filings	0.40	\$315.60
210	Analysis and Strategy	41.20	\$32,506.80
219	Appeal	1.60	\$1,262.40
Total		47.00	\$37,083.00

ACROSS ALL HTA-RELATED MATTERS

Professional	Position>Title	Department	Hourly Billing Rate	Total Billed Hours	Total Compensation
Jeffrey W. Levitan	Partner	BSGR & B	\$789.00	0.20	\$157.80
Lary Alan Rappaport	Partner	Litigation	\$789.00	6.90	\$5,444.10
Matthew Triggs	Partner	Litigation	\$789.00	15.10	\$11,913.90
Michael A. Firestein	Partner	Litigation	\$789.00	5.00	\$3,945.00
Stephen L. Ratner	Partner	Litigation	\$789.00	0.20	\$157.80
Steven O. Weise	Partner	Corporate	\$789.00	18.50	\$14,596.50
Timothy W. Mungovan	Partner	Litigation	\$789.00	1.00	\$789.00
John E. Roberts	Senior Counsel	Litigation	\$789.00	0.20	\$157.80
Alexandra K. Skellet	Associate	Litigation	\$789.00	0.10	\$78.90
Elliot Stevens	Associate	BSGR & B	\$789.00	1.50	\$1,183.50
TOTAL				48.70	\$38,424.30

Paraprofessional	Position>Title	Department	Hourly Billing Rate	Total Billed Hours	Total Compensation
Christopher M. Tarrant	Legal Assistant	BSGR & B	\$270.00	12.10	\$3,267.00
Natasha Petrov	Legal Assistant	BSGR & B	\$270.00	4.90	\$1,323.00
TOTAL				17.00	\$4,590.00

SUMMARY OF LEGAL FEES	Hours 65.70	Fees \$43,014.30
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ACROSS ALL HTA-RELATED MATTERS

EXPENSE CATEGORY	AMOUNTS
Reproduction	\$648.90
Total	\$648.90

Proskauer requests payment of fees and reimbursement of expenses in accordance with the procedures set forth in the Interim Compensation Order (*i.e.*, payment of ninety percent (90%) of the compensation sought, in the amount of \$38,712.87, and reimbursement of one-hundred percent (100%) of expenses incurred, in the amount of \$648.90) in the total amount of \$39,361.77.

Professional Certification

I hereby certify that no public servant of the Department of Treasury is a party to or has any interest in the gains or benefits derived from the contract that is the basis of this invoice. The only consideration for providing services under the contract is the payment agreed upon with the authorized representatives of the Financial Oversight and Management Board for Puerto Rico. The amount of this invoice is reasonable. The services were rendered and the corresponding payment has not been made. To the best of my knowledge, Proskauer Rose LLP does not have any debts owed to the Government of Puerto Rico or its instrumentalities.

/s/ Martin J. Bienenstock

Martin J. Bienenstock (pro hac vice)
Proskauer Rose LLP
Eleven Times Square
New York, NY 10036
Tel: (212) 969-3000
Fax: (212) 969-2900

Exhibit A

33260 FOMB

PROFESSOR ARTHUR J. GONZALEZ, FOMB BOARD

MEMBER

0009 PROMESA TITLE III: HTA

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Summary of Time Billed by Task		Hours	Value
202	Legal Research	8.20	\$2,629.20
210	Analysis and Strategy	0.90	\$710.10
212	General Administration	4.70	\$1,269.00
218	Employment and Fee Applications	4.90	\$1,323.00
	Total	18.70	\$5,931.30

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PROFESSOR ARTHUR J. GONZALEZ, FOMB BOARD

MEMBER

0009 PROMESA TITLE III: HTA

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Legal Research -- 202

Date	Timekeeper	Task	Description	Hours	Amount
02/06/19	Elliot Stevens	202	Review HTA bond resolutions sent by E. Barak (0.10).	0.10	\$78.90
02/12/19	Christopher M. Tarrant	202	Research claims register for HTA bondholder claims (3.20); Communications with J. Levitan and M. Zerjal regarding same (0.40).	3.60	\$972.00
02/13/19	Christopher M. Tarrant	202	Research claims register for HTA bondholder claims (3.50); Communications with J. Levitan and M. Zerjal regarding same (0.30).	3.80	\$1,026.00
02/13/19	Elliot Stevens	202	Review HTA bond claims for M. Zerjal (0.60).	0.60	\$473.40
02/19/19	Elliot Stevens	202	E-mails with P. Omorogbe and J. Esses relating to HTA bond claim analysis (0.10).	0.10	\$78.90
Legal Research				8.20	\$2,629.20

Analysis and Strategy -- 210

Date	Timekeeper	Task	Description	Hours	Amount
02/13/19	Lary Alan Rappaport	210	Conference with M. Firestein regarding HTA strategy and analysis for claims, potential claims objections (0.20).	0.20	\$157.80
02/13/19	Elliot Stevens	210	Review HTA bond claims (0.50); Correspondence with M. Zerjal and J. Levitan relating to same (0.20).	0.70	\$552.30
Analysis and Strategy				0.90	\$710.10

General Administration -- 212

Date	Timekeeper	Task	Description	Hours	Amount
02/21/19	Christopher M. Tarrant	212	Review HTA bondholder claims and attachments to proof of claims (1.80); Analyze same (0.90); Communications with P. Omorogbe regarding same (0.40).	3.10	\$837.00
02/27/19	Christopher M. Tarrant	212	Review additional HTA bondholder proof of claim (1.30); E-mail with P. Omorogbe regarding same (0.30).	1.60	\$432.00
General Administration				4.70	\$1,269.00

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PROFESSOR ARTHUR J. GONZALEZ, FOMB BOARD

MEMBER

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Employment and Fee Applications -- 218

Date	Timekeeper	Task	Description	Hours	Amount
02/01/19	Natasha Petrov	218	Draft Proskauer fifth interim fee application.	0.60	\$162.00
02/04/19	Natasha Petrov	218	Draft Proskauer fifth interim fee application.	2.90	\$783.00
02/22/19	Natasha Petrov	218	Review Proskauer November monthly fee statement in connection with draft fifth interim fee application.	0.60	\$162.00
02/25/19	Natasha Petrov	218	Review and redact November invoices regarding certain entries in connection with Proskauer fifth fee application.	0.40	\$108.00
02/28/19	Natasha Petrov	218	Revise fifth interim fee application.	0.40	\$108.00
Employment and Fee Applications				4.90	\$1,323.00

Total for Professional Services	\$5,931.30
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PROFESSOR ARTHUR J. GONZALEZ, FOMB BOARD

MEMBER

0009 PROMESA TITLE III: HTA

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Timekeeper Summary

Timekeeper	Status	Hours	Rate	Value
LARY ALAN RAPPAPORT	PARTNER	0.20	789.00	\$157.80
Total for PARTNER		0.20		\$157.80
ELLIOT STEVENS	ASSOCIATE	1.50	789.00	\$1,183.50
Total for ASSOCIATE		1.50		\$1,183.50
CHRISTOPHER M. TARRANT	LEGAL ASSISTANT	12.10	270.00	\$3,267.00
NATASHA PETROV	LEGAL ASSISTANT	4.90	270.00	\$1,323.00
Total for LEGAL ASSISTANT		17.00		\$4,590.00
	Total	18.70		\$5,931.30

For Charges and Disbursements

Date	Timekeeper	Type	Description	Amount
02/14/2019	Chris Theodoridis	REPRODUCTION	REPRODUCTION	\$0.70
02/14/2019	Chris Theodoridis	REPRODUCTION	REPRODUCTION	\$7.70
02/14/2019	Chris Theodoridis	REPRODUCTION	REPRODUCTION	\$23.10
02/14/2019	Chris Theodoridis	REPRODUCTION	REPRODUCTION	\$84.00
02/14/2019	Chris Theodoridis	REPRODUCTION	REPRODUCTION	\$47.60
02/14/2019	Chris Theodoridis	REPRODUCTION	REPRODUCTION	\$50.40
02/14/2019	Chris Theodoridis	REPRODUCTION	REPRODUCTION	\$14.00
02/14/2019	Chris Theodoridis	REPRODUCTION	REPRODUCTION	\$46.20
02/14/2019	Chris Theodoridis	REPRODUCTION	REPRODUCTION	\$32.20
02/14/2019	Chris Theodoridis	REPRODUCTION	REPRODUCTION	\$60.90
02/14/2019	Chris Theodoridis	REPRODUCTION	REPRODUCTION	\$61.60
02/14/2019	Chris Theodoridis	REPRODUCTION	REPRODUCTION	\$5.60
02/14/2019	Chris Theodoridis	REPRODUCTION	REPRODUCTION	\$59.50
02/14/2019	Chris Theodoridis	REPRODUCTION	REPRODUCTION	\$109.20
02/14/2019	Chris Theodoridis	REPRODUCTION	REPRODUCTION	\$46.20
		Total for REPRODUCTION		\$648.90

Charges and Disbursements Summary

Type of Disbursements	Amount
REPRODUCTION	648.90
Total Expenses	\$648.90
Total Amount for this Matter	\$6,580.20

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PROFESSOR ARTHUR J. GONZALEZ, FOMB BOARD

MEMBER

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Summary of Time Billed by Task		Hours	Value
201	Tasks relating to the Board and Associated Members	0.10	\$78.90
202	Legal Research	3.70	\$2,919.30
207	Non-Board Court Filings	0.40	\$315.60
210	Analysis and Strategy	41.20	\$32,506.80
219	Appeal	1.60	\$1,262.40
	Total	47.00	\$37,083.00

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PROFESSOR ARTHUR J. GONZALEZ, FOMB BOARD

MEMBER

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Tasks relating to the Board and Associated Members -- 201

Date	Timekeeper	Task	Description	Hours	Amount
02/14/19	Lary Alan Rappaport	201	E-mails with D. Perez and H. Bauer regarding filing joint status report in Peaje adversary proceeding (0.10).	0.10	\$78.90
			Tasks relating to the Board and Associated Members	0.10	\$78.90

Legal Research -- 202

Date	Timekeeper	Task	Description	Hours	Amount
02/02/19	Lary Alan Rappaport	202	Legal research regarding potential issues in Peaje adversary action related to Altair/ERS opinion, strategy (0.50); Conferences with M. Firestein regarding potential issues in Peaje adversary action related to Altair/ERS opinion, strategy (0.40); E-mails with T. Mungovan, S. Weise, M. Firestein, J. Roberts, W. Dalsen, J. Levitan regarding potential issues in Peaje adversary action related to Altair/ERS opinion, strategy (0.60).	1.50	\$1,183.50
02/02/19	Michael A. Firestein	202	Research HTA naming issues in enabling act in light of Altair issues (0.40).	0.40	\$315.60
02/04/19	Michael A. Firestein	202	Further research on lien issues with impact of First Circuit opinion (0.40).	0.40	\$315.60
02/17/19	Michael A. Firestein	202	Research certiorari related issues (0.20).	0.20	\$157.80
02/19/19	Michael A. Firestein	202	Research 12(c) issues pending remand and related preparation of memorandums on same (0.40).	0.40	\$315.60
02/20/19	Michael A. Firestein	202	Research ERS impact on Peaje (0.40).	0.40	\$315.60
02/21/19	Michael A. Firestein	202	Research 12(c) and related review of First Circuit order for impact on 12(c) (0.20).	0.20	\$157.80
02/28/19	Michael A. Firestein	202	Research Peaje defense issues for 12(c) matters (0.20).	0.20	\$157.80
			Legal Research	3.70	\$2,919.30

Non-Board Court Filings -- 207

Date	Timekeeper	Task	Description	Hours	Amount
02/14/19	Lary Alan Rappaport	207	Review order from Judge Dein in Peaje adversary action (0.10).	0.10	\$78.90
02/14/19	Michael A. Firestein	207	Review new Court order on report obligations (0.10).	0.10	\$78.90

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PROFESSOR ARTHUR J. GONZALEZ, FOMB BOARD

MEMBER

0051 HTA TITLE III - PEAJE

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Date	Timekeeper	Task	Description	Hours	Amount
02/15/19	Timothy W. Mungovan	207	Review Judge Dein's order granting motion to extend time to file a status report (0.10).	0.10	\$78.90
02/19/19	Michael A. Firestein	207	Review Court order and memorandums regarding Supreme Court certiorari issues (0.10).	0.10	\$78.90
Non-Board Court Filings				0.40	\$315.60

Analysis and Strategy -- 210

Date	Timekeeper	Task	Description	Hours	Amount
02/01/19	Lary Alan Rappaport	210	E-mails with J. Roberts, S. Weise, M. Firestein, T. Mungovan, J. Levitan, W. Dalsen, S. Ratner, M. Harris regarding potential issues in Peaje adversary action related to Altair/ERS opinion, strategy (0.40); Communication with M. Firestein regarding potential issues in Peaje adversary action related to Altair/ERS opinion, strategy (0.40).	0.80	\$631.20
02/02/19	Michael A. Firestein	210	Conference with L. Rappaport on UCC issues (0.20); Draft memorandum on Peaje lien issues (0.20).	0.40	\$315.60
02/03/19	Lary Alan Rappaport	210	E-mails with M. Bienenstock, T. Mungovan, S. Ratner, S. Weise, J. Roberts, M. Harris, M. Firestein regarding strategy, potential issues related to Altair opinion (0.20).	0.20	\$157.80
02/04/19	Lary Alan Rappaport	210	Conference with M. Firestein regarding joint report deadline, strategy for meet and confer with Peaje regarding preparation of joint report (0.10); E-mails with S. Weise, M. Firestein, T. Mungovan, M. Bienenstock, J. Roberts regarding analysis of ERS/Altair opinion, Peaje adversary action, strategy (0.30).	0.40	\$315.60
02/04/19	Michael A. Firestein	210	Conference with L. Rappaport on stipulation per Court order (0.10).	0.10	\$78.90
02/05/19	Michael A. Firestein	210	Review status report issues (0.10).	0.10	\$78.90
02/05/19	Michael A. Firestein	210	E-mail to Deckert on status report with related teleconference with L. Rappaport on same (0.20).	0.20	\$157.80
02/05/19	Lary Alan Rappaport	210	E-mails with A. Brilliant, S. Steinberg, M. Firestein, T. Mungovan, and P. Friedman regarding joint status report in Peaje adversary action (0.20); Conference with M. Firestein regarding strategy and substance for joint status report in Peaje adversary action (0.20).	0.40	\$315.60
02/05/19	Steven O. Weise	210	Review security interest matters.	2.60	\$2,051.40
02/06/19	Steven O. Weise	210	Review security interest issues.	2.30	\$1,814.70

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PROFESSOR ARTHUR J. GONZALEZ, FOMB BOARD

MEMBER

0051 HTA TITLE III - PEAJE

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Date	Timekeeper	Task	Description	Hours	Amount
02/08/19	Lary Alan Rappaport	210	Draft joint status report in Peaje adversary action (0.80); E-mails with M. Firestein, T. Mungovan, E. Brundstad, E. McKeen, P. Friedman regarding draft joint status report in Peaje adversary action (0.20); Conference with M. Firestein regarding same (0.10).	1.10	\$867.90
02/08/19	Stephen L. Ratner	210	Review draft joint status report to Court (0.10).	0.10	\$78.90
02/08/19	Michael A. Firestein	210	Review status report in Peaje as required by Court order (0.20); Conference with L. Rappaport on strategy for status report in Peaje (0.10).	0.30	\$236.70
02/08/19	Timothy W. Mungovan	210	Communications with L. Rappaport regarding draft joint status report (0.20).	0.20	\$157.80
02/09/19	Steven O. Weise	210	Review issues regarding scope of security interest.	2.20	\$1,735.80
02/10/19	Lary Alan Rappaport	210	E-mail with E. McKeen regarding joint status report (0.10).	0.10	\$78.90
02/11/19	Lary Alan Rappaport	210	E-mails with all counsel regarding draft joint status report, authorization, and filing (0.30).	0.30	\$236.70
02/11/19	Michael A. Firestein	210	Review memoranda and stipulation on required joint status report (0.20).	0.20	\$157.80
02/11/19	Stephen L. Ratner	210	E-mail with L. Rappaport, Peaje's counsel regarding status report and review draft status report (0.10).	0.10	\$78.90
02/11/19	Timothy W. Mungovan	210	Communications with L. Rappaport regarding joint status report (0.20).	0.20	\$157.80
02/12/19	Steven O. Weise	210	Review issues regarding scope of security interest.	2.50	\$1,972.50
02/13/19	Steven O. Weise	210	Review issues regarding scope of security interest.	1.90	\$1,499.10
02/14/19	Timothy W. Mungovan	210	Communications with L. Rappaport regarding joint status report (0.20).	0.20	\$157.80
02/14/19	Lary Alan Rappaport	210	E-mails M. Firestein, T. Mungovan, M. Triggs, S. Ratner regarding filing of joint status report, order (0.10); Conference with M. Firestein regarding ERS/Altair appeal as it relates to Peaje (0.10); E-mails with S. Weise, J. Roberts, T. Mungovan, M. Firestein regarding same (0.10).	0.30	\$236.70
02/14/19	Matthew H. Triggs	210	Review status report regarding briefing and appellate status.	0.20	\$157.80
02/14/19	Michael A. Firestein	210	Final review of status report and related correspondence (0.20).	0.20	\$157.80
02/15/19	Lary Alan Rappaport	210	E-mails with J. Roberts regarding ERS/Altair strategy as it relates to Peaje adversary action (0.10).	0.10	\$78.90
02/15/19	Steven O. Weise	210	Review issues regarding scope of security interest.	3.70	\$2,919.30

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PROFESSOR ARTHUR J. GONZALEZ, FOMB BOARD

MEMBER

0051 HTA TITLE III - PEAJE

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Date	Timekeeper	Task	Description	Hours	Amount
02/17/19	Michael A. Firestein	210	Draft memorandum on certiorari strategy (0.10).	0.10	\$78.90
02/19/19	Matthew H. Triggs	210	Review impact of ERS opinion on Peaje.	0.80	\$631.20
02/20/19	Matthew H. Triggs	210	Review impact of ERS opinion on Peaje.	3.10	\$2,445.90
02/20/19	Lary Alan Rappaport	210	Review e-mail M. Triggs regarding Peaje adversary action analysis, strategy (0.10); Communication with M. Triggs, M. Firestein regarding Peaje adversary action procedural history, research, analysis and strategy (0.20); Communication with M. Firestein regarding Altair appeal, decision, implications for Peaje adversary action (0.20).	0.50	\$394.50
02/20/19	Michael A. Firestein	210	Review and draft memorandum on 12(c) Peaje issues (0.10); Teleconference with L. Rappaport and M. Triggs on same (0.20).	0.30	\$236.70
02/25/19	Matthew H. Triggs	210	Review perfection of security interest issue.	1.20	\$946.80
02/25/19	Michael A. Firestein	210	Review 12(c) issues given status of case and mandate in related proceedings (0.40).	0.40	\$315.60
02/25/19	Steven O. Weise	210	Review UCC security interest issues.	3.30	\$2,603.70
02/26/19	Matthew H. Triggs	210	Review impact of ERS opinion on Peaje.	4.10	\$3,234.90
02/27/19	Matthew H. Triggs	210	Review pertinent statutes and decisions related to perfection of security interest issue (3.10); Draft memorandum regarding same (1.70).	4.80	\$3,787.20
02/28/19	Matthew H. Triggs	210	Draft memorandum regarding impact of ERS decision on Peaje.	0.30	\$236.70
02/28/19	Michael A. Firestein	210	Teleconference with M. Triggs on UCC issues in light of Altair opinion (0.10); Conference with L. Rappaport on 12(c) issues in light of Altair opinion and current research (0.20).	0.30	\$236.70
02/28/19	Lary Alan Rappaport	210	Conference with M. Firestein regarding Peaje adversary action issues, strategy (0.20); Legal research regarding Peaje adversary action issues (0.40).	0.60	\$473.40
Analysis and Strategy				41.20	\$32,506.80

Appeal -- 219

Date	Timekeeper	Task	Description	Hours	Amount
02/15/19	Matthew H. Triggs	219	Review unopposed motion and comments related thereto (0.40); Address oral argument issue (0.20).	0.60	\$473.40

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PROFESSOR ARTHUR J. GONZALEZ, FOMB BOARD

MEMBER

0051 HTA TITLE III - PEAJE

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Date	Timekeeper	Task	Description	Hours	Amount
02/15/19	Lary Alan Rappaport	219	Review status of certiorari petition (0.10).	0.10	\$78.90
02/19/19	Lary Alan Rappaport	219	Review order denying certiorari petition and related e-mails J. Roberts, T. Mungovan, S. Ratner, M. Firestein (0.10).	0.10	\$78.90
02/19/19	John E. Roberts	219	Communications client concerning denial of Peaje's petition for certiorari.	0.20	\$157.80
02/19/19	Jeffrey W. Levitan	219	Review certiorari denial (0.20).	0.20	\$157.80
02/19/19	Timothy W. Mungovan	219	Communications with J. Roberts and S. Ratner regarding Supreme Court's denial of Peaje's certiorari petition (0.30).	0.30	\$236.70
02/21/19	Alexandra K. Skellet	219	Review latest filings on Peaje appeal.	0.10	\$78.90
Appeal				1.60	\$1,262.40
Total for Professional Services					\$37,083.00

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PROFESSOR ARTHUR J. GONZALEZ, FOMB BOARD

MEMBER

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Timekeeper Summary

Timekeeper	Status	Hours	Rate	Value
JEFFREY W. LEVITAN	PARTNER	0.20	789.00	\$157.80
LARY ALAN RAPPAPORT	PARTNER	6.70	789.00	\$5,286.30
MATTHEW H. TRIGGS	PARTNER	15.10	789.00	\$11,913.90
MICHAEL A. FIRESTEIN	PARTNER	5.00	789.00	\$3,945.00
STEPHEN L. RATNER	PARTNER	0.20	789.00	\$157.80
STEVEN O. WEISE	PARTNER	18.50	789.00	\$14,596.50
TIMOTHY W. MUNGOVAN	PARTNER	1.00	789.00	\$789.00
Total for PARTNER		46.70		\$36,846.30
JOHN E. ROBERTS	SENIOR COUNSEL	0.20	789.00	\$157.80
Total for SENIOR COUNSEL		0.20		\$157.80
ALEXANDRA K. SKELLET	ASSOCIATE	0.10	789.00	\$78.90
Total for ASSOCIATE		0.10		\$78.90
	Total	47.00		\$37,083.00
				\$37,083.00

UNITED STATES DISTRICT COURT
DISTRICT OF PUERTO RICO

In re:

THE FINANCIAL OVERSIGHT AND
MANAGEMENT BOARD FOR PUERTO RICO,

as representative of

THE COMMONWEALTH OF PUERTO RICO, *et al.*,

Debtors.¹

PROMESA
Title III

No. 17 BK 3283-LTS

(Jointly Administered)

In re:

THE FINANCIAL OVERSIGHT AND
MANAGEMENT BOARD FOR PUERTO RICO,

as representative of

PUERTO RICO HIGHWAYS &
TRANSPORTATION AUTHORITY,

Debtor.

PROMESA
Title III

No. 17 BK 3567-LTS

**COVER SHEET TO TWENTY-FOURTH MONTHLY FEE APPLICATION OF
PROSKAUER ROSE LLP AS ATTORNEYS TO THE FINANCIAL OVERSIGHT AND
MANAGEMENT BOARD FOR PUERTO RICO, AS REPRESENTATIVE OF DEBTOR,
PUERTO RICO HIGHWAY & TRANSIT AUTHORITY (“HTA”)
FOR THE PERIOD MARCH 1, 2019 THROUGH MARCH 31, 2019**

Name of Applicant:

Proskauer Rose LLP (“Proskauer”)

¹ The Debtors in these Title III Cases, along with each Debtor's respective Title III case number and the last four (4) digits of each Debtor's federal tax identification number, as applicable, are the (i) Commonwealth of Puerto Rico (Bankruptcy Case No. 17 BK 3283-LTS) (Last Four Digits of Federal Tax ID: 3481); (ii) Puerto Rico Sales Tax Financing Corporation (“COFINA”) (Bankruptcy Case No. 17 BK 3284-LTS) (Last Four Digits of Federal Tax ID: 8474); (iii) Puerto Rico Highways and Transportation Authority (“HTA”) (Bankruptcy Case No. 17 BK 3567-LTS) (Last Four Digits of Federal Tax ID: 3808); and (iv) Employees Retirement System of the Government of the Commonwealth of Puerto Rico (“ERS”) (Bankruptcy Case No. 17 BK 3566-LTS) (Last Four Digits of Federal Tax ID: 9686). (Title III case numbers are listed as Bankruptcy Case numbers due to software limitations).

Authorized to Provide
Professional Services to:

Financial Oversight and Management Board, as
Representative for the Debtor Pursuant to
PROMESA Section 315(b)

Period for which compensation
and reimbursement for fees and services
is sought:

March 1, 2019 through March 31, 2019

Amount of compensation sought
as actual, reasonable and necessary: **\$72,713.70**

Amount of expense reimbursement
sought as actual, reasonable and necessary: **\$1,664.60**

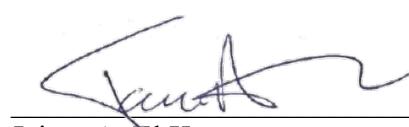
Total Amount for these Invoices: **\$74,378.30**

This is a: X monthly interim final application.

This is Proskauer's twenty-fourth monthly fee application in these cases.

Principal Certification

I hereby authorize the submission of this Monthly Fee Statement for March 2019.



Jaime A. El Koury
General Counsel to the Financial Oversight and
Management Board for Puerto Rico

On May 1, 2019 sent to:

FOMB:

Financial Oversight and Management Board
40 Washington Square South
Office 314A
New York, NY 10012
Attn: Professor Arthur J. Gonzalez
FOMB Board Member

O'Neill & Borges LLC
250 Muñoz Rivera Ave., Suite 800
San Juan, PR 00918
Attn: Hermann D. Bauer, Esq.

Office of United States Trustee

Office of the United States Trustee for the District of
Puerto Rico
Edificio Ochoa, 500 Tanca Street, Suite 301
San Juan, PR 00901
(In re: Commonwealth of Puerto Rico)

Office of the United States Trustee for Region 21
75 Spring Street, SW, Room 362
Atlanta, GA 30303
Attn: Guy G. Gebhardt
Acting United States Trustee (Region 21)
(In re: Commonwealth of Puerto Rico)

Co-Counsel for the Official Committee of Unsecured Creditors:

Paul Hastings LLP
200 Park Avenue
New York, NY 10166
Attn: Luc. A. Despins, Esq.

Casillas, Santiago & Torres, LLC
El Caribe Office Building
53 Palmeras Street, Ste. 1601
San Juan, Puerto Rico 00901-2419
Attn: Juan J. Casillas Ayala, Esq.
Alberto J. E. Añeses Negrón, Esq.

Co-Counsel for the Fee Examiner

Godfrey & Kahn S.C.
One East Main Street, Suite 500
Madison, WI 53703
Attn: Katherine Stadler

EDGE Legal Strategies, PSC
252 Ponce de León Avenue
Citibank Tower, 12th Floor
San Juan, PR 00918
Attn: Eyck O. Lugo

Co-Counsel for AAFAF:

O'Melveny & Myers LLP,
Times Square Tower
7 Times Square
New York, NY 10036
Attn: John J. Rapisardi, Esq.
Suzanne Uhland, Esq.
Diana M. Perez, Esq.

Marini Pietrantoni Muñiz LLC
MCS Plaza, Suite 500
255 Ponce de León Ave
San Juan, PR 00917
Attn: Luis C. Marini-Biaggi, Esq.
Carolina Velaz-Rivero, Esq.

Co-Counsel for the Official Committee of Retirees:

Jenner & Block LLP
919 Third Avenue
New York, NY 10022-3908
Attn.: Robert Gordon, Esq.
Richard Levin, Esq.

Jenner & Block LLP
353 N. Clark Street
Chicago, IL 60654
Attn.: Catherine Steege, Esq.
Melissa Root, Esq.

Bennazar, García & Milián, C.S.P.
Edificio Union Plaza, PH-A
416 Avenida Ponce de León
Hato Rey, PR 00918
Attn.: A.J. Bennazar-Zequeira, Esq.

Puerto Rico Department of Treasury

PO Box 9024140
San Juan, PR 00902-4140
Attn: Reylam Guerra Goderich, Deputy Assistant of
Central Accounting
Omar E. Rodríguez Pérez, CPA, Assistant
Secretary of Central Accounting
Angel L. Pantoja Rodríguez, Deputy Assistant of
Internal Revenue and Tax Policy
Francisco Parés Alicea, Assistant Secretary of
Internal Revenue and Tax Policy
Francisco Peña Montañez, CPA, Assistant
Secretary of the Treasury

HTA - General			
Task Code	Matter Description	Total Billed Hours	Total Fees Requested
202	Legal Research	7.20	\$4,954.20
206	Documents Filed on Behalf of the Board	23.10	\$10,492.80
210	Analysis and Strategy	33.30	\$18,540.60
218	Employment and Fee Applications	9.20	\$2,484.00
Total		72.80	\$36,471.60

HTA - Ambac			
Task Code	Matter Description	Total Billed Hours	Total Fees Requested
204	Communications with Claimholders	0.30	\$236.70
207	Non-Board Court Filings	0.40	\$315.60
210	Analysis and Strategy	0.20	\$157.80
Total		0.90	\$ 710.10

HTA - Assured			
Task Code	Matter Description	Total Billed Hours	Total Fees Requested
219	Appeal	5.40	\$4,260.60
Total		5.40	\$4,260.60

Summary of Legal Fees for the Period March 2019

HTA - Peaje			
Task Code	Matter Description	Total Billed Hours	Total Fees Requested
201	Tasks relating to the Board, its Members, its Staff, its Advisors or its Consultants	0.10	\$78.90
202	Legal Research	0.80	\$631.20
204	Communications with Claimholders	0.50	\$394.50
205	Communications with the Commonwealth and its Representatives of the Commonwealth or its Instrumentalities	0.10	\$78.90
206	Documents Filed on Behalf of the Board	3.00	\$2,367.00
207	Non-Board Court Filings	0.10	\$78.90
210	Analysis and Strategy	33.70	\$26,589.30
212	General Administration	0.10	\$27.00
219	Appeal	1.00	\$789.00
Total		39.40	\$31,034.70

HTA - Miscellaneous			
Task Code	Matter Description	Total Billed Hours	Total Fees Requested
208	Stay Matters	0.30	\$236.70
Total		0.30	\$ 236.70

Summary of Legal Fees for the Period March 2019**ACROSS ALL HTA-RELATED MATTERS**

Professional	Position>Title	Department	Hourly Billing Rate	Total Billed Hours	Total Compensation
Jeffrey W. Levitan	Partner	BSGR & B	\$789.00	0.20	\$157.80
Lary Alan Rappaport	Partner	Litigation	\$789.00	6.40	\$5,049.60
Mark Harris	Partner	Litigation	\$789.00	0.50	\$394.50
Matthew Triggs	Partner	Litigation	\$789.00	7.80	\$6,154.20
Michael A. Firestein	Partner	Litigation	\$789.00	7.70	\$6,075.30
Michael T. Mervis	Partner	Litigation	\$789.00	4.50	\$3,550.50
Ralph C. Ferrara	Partner	Litigation	\$789.00	0.70	\$552.30
Stephen L. Ratner	Partner	Litigation	\$789.00	0.60	\$473.40
Steven O. Weise	Partner	Corporate	\$789.00	18.70	\$14,754.30
Timothy W. Mungovan	Partner	Litigation	\$789.00	2.10	\$1,656.90
Jennifer L. Roche	Senior Counsel	Litigation	\$789.00	0.50	\$394.50
John E. Roberts	Senior Counsel	Litigation	\$789.00	0.50	\$394.50
Chris Theodoridis	Associate	BSGR & B	\$789.00	4.40	\$3,471.60
Daniel Desatnik	Associate	BSGR & B	\$789.00	0.40	\$315.60
Elliot Stevens	Associate	BSGR & B	\$789.00	18.50	\$14,596.50
Maja Zerjal	Associate	BSGR & B	\$789.00	0.30	\$236.70
Matthew I. Rochman	Associate	Litigation	\$789.00	3.80	\$2,998.20
Matthew J. Morris	Associate	Litigation	\$789.00	0.70	\$552.30
TOTAL				78.30	\$61,778.70

Paraprofessional	Position>Title	Department	Hourly Billing Rate	Total Billed Hours	Total Compensation
Angelo Monforte	Legal Assistant	Litigation	\$270.00	0.10	\$27.00
Natasha Petrov	Legal Assistant	BSGR & B	\$270.00	9.20	\$2,484.00
Philip Omorogbe	Law Clerk	Corporate	\$270.00	31.20	\$8,424.00
TOTAL				40.50	\$10,935.00

SUMMARY OF LEGAL FEES	Hours 118.80	Fees \$72,713.70
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ACROSS ALL HTA-RELATED MATTERS

EXPENSE CATEGORY	AMOUNTS
Lexis	\$939.00
Reproduction	\$153.60
Westlaw	\$572.00
Total	\$1,664.60

Proskauer requests payment of fees and reimbursement of expenses in accordance with the procedures set forth in the Interim Compensation Order (*i.e.*, payment of ninety percent (90%) of the compensation sought, in the amount of \$65,442.33, and reimbursement of one-hundred percent (100%) of expenses incurred, in the amount of \$1,664.60) in the total amount \$67,106.93.

Professional Certification

I hereby certify that no public servant of the Department of Treasury is a party to or has any interest in the gains or benefits derived from the contract that is the basis of this invoice. The only consideration for providing services under the contract is the payment agreed upon with the authorized representatives of the Financial Oversight and Management Board for Puerto Rico. The amount of this invoice is reasonable. The services were rendered and the corresponding payment has not been made. To the best of my knowledge, Proskauer Rose LLP does not have any debts owed to the Government of Puerto Rico or its instrumentalities.

/s/ Martin J. Bienenstock

Martin J. Bienenstock (pro hac vice)
Proskauer Rose LLP
Eleven Times Square
New York, NY 10036
Tel: (212) 969-3000
Fax: (212) 969-2900

Exhibit A

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PROFESSOR ARTHUR J. GONZALEZ, FOMB BOARD

MEMBER

0009 PROMESA TITLE III: HTA

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Summary of Time Billed by Task		Hours	Value
202	Legal Research	7.20	\$4,954.20
206	Documents Filed on Behalf of the Board	23.10	\$10,492.80
210	Analysis and Strategy	33.30	\$18,540.60
218	Employment and Fee Applications	9.20	\$2,484.00
	Total	72.80	\$36,471.60

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PROFESSOR ARTHUR J. GONZALEZ, FOMB BOARD

MEMBER

0009 PROMESA TITLE III: HTA

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Legal Research -- 202

Date	Timekeeper	Task	Description	Hours	Amount
03/05/19	Michael A. Firestein	202	Research lien issues in HTA at request of P. Possinger (0.60); Research claw-back claims (0.30).	0.90	\$710.10
03/12/19	Philip Omorogbe	202	Review statutes and case law precedent regarding anticipated HTA filing (0.70).	0.70	\$189.00
03/13/19	Philip Omorogbe	202	Review jurisprudence regarding upcoming filing in HTA's Title III case (0.50).	0.50	\$135.00
03/14/19	Michael A. Firestein	202	Research amount subject to potential avoidance claims in HTA (0.20).	0.20	\$157.80
03/15/19	Elliot Stevens	202	Research relating to lien issues (0.20).	0.20	\$157.80
03/18/19	Elliot Stevens	202	Review First Circuit opinion for purpose of UCC issues relating to HTA (0.80).	0.80	\$631.20
03/29/19	Philip Omorogbe	202	Review research related to party in upcoming pleading concerning HTA's restructuring.	0.20	\$54.00
03/29/19	Michael T. Mervis	202	Review First Circuit PROMESA opinions concerning lien avoidance issues.	3.70	\$2,919.30
Legal Research				7.20	\$4,954.20

Documents Filed on Behalf of the Board -- 206

Date	Timekeeper	Task	Description	Hours	Amount
03/14/19	Philip Omorogbe	206	Draft stipulation in connection with HTA Title III case (2.80); Draft corresponding motion (2.90); Draft proposed order regarding same (0.40).	6.10	\$1,647.00
03/14/19	Elliot Stevens	206	E-mail with P. Omorogbe relating to HTA lien issues (0.10); Call with same relating to same (0.30).	0.40	\$315.60
03/28/19	Philip Omorogbe	206	Draft pleading regarding HTA credit obligation (5.60); Review jurisprudence debt documents regarding same (2.90); Review internal communication regarding same (0.30).	8.80	\$2,376.00
03/30/19	Elliot Stevens	206	Draft edits to HTA bond pleading (2.20); E-mails relating to same with P. Omorogbe (0.20); E-mail same to C. Theodoridis (0.10).	2.50	\$1,972.50
03/31/19	Elliot Stevens	206	E-mails with C. Theodoridis relating to HTA bond pleading (0.10); Call with C. Theodoridis relating to HTA bond pleading (0.30); Draft edits to HTA bond pleading (0.40); E-mail same to B. Rosen and team (0.10).	0.90	\$710.10

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PROFESSOR ARTHUR J. GONZALEZ, FOMB BOARD

MEMBER

0009 PROMESA TITLE III: HTA

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Date	Timekeeper	Task	Description	Hours	Amount
03/31/19	Chris Theodoridis	206	Review and revise adversary complaint regarding certain liens (4.00); Confer with E. Stevens regarding same (0.40).	4.40	\$3,471.60
			Documents Filed on Behalf of the Board	23.10	\$10,492.80

Analysis and Strategy -- 210

Date	Timekeeper	Task	Description	Hours	Amount
03/05/19	Michael A. Firestein	210	Teleconference with P. Possinger on HTA lien issues (0.40); Draft memoranda on extent of lien issues for HTA (0.30).	0.70	\$552.30
03/06/19	Michael A. Firestein	210	Teleconference with P. Possinger on claims strategy and tolling issues regarding HTA (0.20).	0.20	\$157.80
03/12/19	Elliot Stevens	210	Research HTA bond resolutions (1.60).	1.60	\$1,262.40
03/13/19	Michael A. Firestein	210	Teleconference with J. Levitan on avoidance actions in HTA (0.20).	0.20	\$157.80
03/13/19	Michael A. Firestein	210	Draft memorandum on HTA claims at request of monolines (0.20).	0.20	\$157.80
03/13/19	Lary Alan Rappaport	210	E-mail with T. Mungovan, M. Firestein, J. Levitan, B. Rosen regarding inquiry from G. Mainland about potential claims (0.10); Conferences with M. Firestein regarding inquiry from G. Mainland about potential claims (0.20).	0.30	\$236.70
03/13/19	Daniel Desatnik	210	Discuss analysis of HTA trust agreement with P. Omorogbe.	0.40	\$315.60
03/13/19	Philip Omorogbe	210	Communication with D. Desatnik regarding issue pertinent to HTA's Title III case.	0.40	\$108.00
03/14/19	Lary Alan Rappaport	210	Conference with M. Firestein regarding analysis and strategy conversation with J. Levitan (0.10).	0.10	\$78.90
03/14/19	Michael A. Firestein	210	Teleconference with J. Levitan on tolling regarding HTA avoidance claims (0.10); Conference with L. Rappaport regarding tolling on HTA preference claims (0.10).	0.20	\$157.80
03/14/19	Elliot Stevens	210	E-mails with P. Omorogbe and S. Weise relating to lien issues (0.10); Research issues relating to HTA liens (1.40); E-mails with P. Omorogbe relating to same (0.20).	1.70	\$1,341.30
03/14/19	Philip Omorogbe	210	Confer with E. Stevens regarding claims within HTA's Title III case (0.50); Confer with E. Stevens regarding legal theories regarding pertinent issues within HTA's Title III case (0.40).	0.90	\$243.00

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PROFESSOR ARTHUR J. GONZALEZ, FOMB BOARD

MEMBER

0009 PROMESA TITLE III: HTA

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Date	Timekeeper	Task	Description	Hours	Amount
03/19/19	Elliot Stevens	210	Call with S. Weise relating to UCC issues (0.40); Call with P. Omorogbe relating to same (0.30).	0.70	\$552.30
03/19/19	Philip Omorogbe	210	Confer with S. Weise and E. Stevens regarding issues pertinent to HTA's restructuring.	0.70	\$189.00
03/25/19	Elliot Stevens	210	Review S. Weise e-mails for UCC issues (0.80).	0.80	\$631.20
03/25/19	Elliot Stevens	210	Conference with P. Omorogbe and C. Theodoridis relating to lien issues (0.10).	0.10	\$78.90
03/26/19	Elliot Stevens	210	Discuss issues relating to HTA bond resolutions and related issues with P. Omorogbe (0.60); Review e-mails relating to same from S. Weise (0.60).	1.20	\$946.80
03/26/19	Philip Omorogbe	210	Discuss with E. Stevens issues relating to HTA bond resolutions.	0.60	\$162.00
03/26/19	Philip Omorogbe	210	Draft portion of pleading related to HTA outstanding debt (3.50); Review internal memoranda regarding same (0.60); Review debt documents regarding same (0.80); Review Court documents regarding same (0.80).	5.70	\$1,539.00
03/27/19	Philip Omorogbe	210	Draft pleading regarding outstanding HTA debt (3.20); Review pertinent HTA documents governing issue (1.90); Review related Court decisions regarding same (1.50).	6.60	\$1,782.00
03/27/19	Lary Alan Rappaport	210	Conference with M. Firestein and M. Mervis regarding potential HTA adversary actions involving claim holders, strategy (0.50); E-mails with M. Mervis regarding Peaje, Ambac, Assured materials for review (0.20).	0.70	\$552.30
03/27/19	Michael T. Mervis	210	Teleconference with M. Firestein and L. Rappaport regarding background for HTA bondholder lien avoidance action.	0.50	\$394.50
03/27/19	Michael A. Firestein	210	Teleconference with L. Rappaport and M. Mervis on lien avoidance for HTA (0.50).	0.50	\$394.50
03/28/19	Lary Alan Rappaport	210	Teleconference and e-mail with E. Stevens regarding HTA lien avoidance issues (0.40).	0.40	\$315.60
03/28/19	Elliot Stevens	210	E-mail with P. Omorogbe relating to UCC issues (0.10); E-mail with S. Uhland relating to HTA accounts (0.10); Call with L. Rappaport relating to UCC issues (0.20); Discuss same with P. Omorogbe (0.40); Review financing statements (0.70); Review memorandum and e-mails relating to UCC issues (0.70).	2.20	\$1,735.80
03/28/19	Elliot Stevens	210	Draft background section for claims objections (0.70).	0.70	\$552.30

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PROFESSOR ARTHUR J. GONZALEZ, FOMB BOARD

MEMBER

0009 PROMESA TITLE III: HTA

Page 5

Date	Timekeeper	Task	Description	Hours	Amount
03/29/19	Elliot Stevens	210	Draft edits to HTA bond pleading (4.40); Discuss same with P. Omorogbe (0.20); E-mail discussion of same with C. Theodoridis (0.10).	4.70	\$3,708.30
03/31/19	Michael T. Mervis	210	Review M. Triggs memorandum to M. Firestein regarding impact of First Circuit's opinion.	0.30	\$236.70
Analysis and Strategy				33.30	\$18,540.60

Employment and Fee Applications -- 218

Date	Timekeeper	Task	Description	Hours	Amount
03/07/19	Natasha Petrov	218	Draft notice of fifth interim fee application.	0.40	\$108.00
03/08/19	Natasha Petrov	218	Review Proskauer December monthly statement regarding interim fee application.	0.40	\$108.00
03/18/19	Natasha Petrov	218	Review December invoice regarding certain entries in connection with Proskauer fifth fee application.	0.30	\$81.00
03/20/19	Natasha Petrov	218	Draft exhibits and schedules to Proskauer fifth interim fee application (1.20); Calculations regarding same (2.60).	3.80	\$1,026.00
03/21/19	Natasha Petrov	218	Draft exhibits and schedules to Proskauer fifth interim fee application.	4.10	\$1,107.00
03/29/19	Natasha Petrov	218	Revise fifth interim fee application regarding change in attorneys' positions.	0.20	\$54.00
Employment and Fee Applications				9.20	\$2,484.00

Total for Professional Services **\$36,471.60**

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PROFESSOR ARTHUR J. GONZALEZ, FOMB BOARD

MEMBER

0009 PROMESA TITLE III: HTA

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Timekeeper Summary

Timekeeper	Status	Hours	Rate	Value
LARY ALAN RAPPAPORT	PARTNER	1.50	789.00	\$1,183.50
MICHAEL A. FIRESTEIN	PARTNER	3.10	789.00	\$2,445.90
MICHAEL T. MERVIS	PARTNER	4.50	789.00	\$3,550.50
Total for PARTNER		9.10		\$7,179.90
CHRIS THEODORIDIS	ASSOCIATE	4.40	789.00	\$3,471.60
DANIEL DESATNIK	ASSOCIATE	0.40	789.00	\$315.60
ELLIOT STEVENS	ASSOCIATE	18.50	789.00	\$14,596.50
Total for ASSOCIATE		23.30		\$18,383.70
NATASHA PETROV	LEGAL ASSISTANT	9.20	270.00	\$2,484.00
Total for LEGAL ASSISTANT		9.20		\$2,484.00
PHILIP OMOROGBE	LAW CLERK	31.20	270.00	\$8,424.00
Total for LAW CLERK		31.20		\$8,424.00
	Total		72.80	
				\$36,471.60

For Charges and Disbursements

Date	Timekeeper	Type	Description	Amount
03/14/2019	Philip Omorogbe	REPRODUCTION	REPRODUCTION	\$0.10
03/14/2019	Philip Omorogbe	REPRODUCTION	REPRODUCTION	\$0.80
03/14/2019	Philip Omorogbe	REPRODUCTION	REPRODUCTION	\$0.20
03/14/2019	Philip Omorogbe	REPRODUCTION	REPRODUCTION	\$0.10
03/14/2019	Philip Omorogbe	REPRODUCTION	REPRODUCTION	\$0.50
03/14/2019	Philip Omorogbe	REPRODUCTION	REPRODUCTION	\$0.80
03/14/2019	Philip Omorogbe	REPRODUCTION	REPRODUCTION	\$0.50
03/15/2019	Philip Omorogbe	REPRODUCTION	REPRODUCTION	\$17.60
03/15/2019	Philip Omorogbe	REPRODUCTION	REPRODUCTION	\$1.60
03/15/2019	Philip Omorogbe	REPRODUCTION	REPRODUCTION	\$1.00
03/15/2019	Philip Omorogbe	REPRODUCTION	REPRODUCTION	\$1.20
03/15/2019	Philip Omorogbe	REPRODUCTION	REPRODUCTION	\$3.80
03/15/2019	Philip Omorogbe	REPRODUCTION	REPRODUCTION	\$3.00
03/15/2019	Philip Omorogbe	REPRODUCTION	REPRODUCTION	\$0.20
03/15/2019	Philip Omorogbe	REPRODUCTION	REPRODUCTION	\$14.40
03/15/2019	Philip Omorogbe	REPRODUCTION	REPRODUCTION	\$1.60
03/15/2019	Philip Omorogbe	REPRODUCTION	REPRODUCTION	\$5.50
03/15/2019	Philip Omorogbe	REPRODUCTION	REPRODUCTION	\$8.80
03/22/2019	Philip Omorogbe	REPRODUCTION	REPRODUCTION	\$0.10
03/22/2019	Virginia Vazquez	REPRODUCTION	REPRODUCTION	\$0.10
03/22/2019	Virginia Vazquez	REPRODUCTION	REPRODUCTION	\$0.60
03/25/2019	Philip Omorogbe	REPRODUCTION	REPRODUCTION	\$0.60
03/25/2019	Philip Omorogbe	REPRODUCTION	REPRODUCTION	\$3.30
03/25/2019	Philip Omorogbe	REPRODUCTION	REPRODUCTION	\$2.10
03/27/2019	Philip Omorogbe	REPRODUCTION	REPRODUCTION	\$0.80
03/27/2019	Philip Omorogbe	REPRODUCTION	REPRODUCTION	\$0.40
03/27/2019	Philip Omorogbe	REPRODUCTION	REPRODUCTION	\$1.30
03/27/2019	Philip Omorogbe	REPRODUCTION	REPRODUCTION	\$6.60

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PROFESSOR ARTHUR J. GONZALEZ, FOMB BOARD

MEMBER

0009 PROMESA TITLE III: HTA

Page 7

Date	Timekeeper	Type	Description	Amount
03/27/2019	Philip Omorogbe	REPRODUCTION	REPRODUCTION	\$1.30
03/27/2019	Philip Omorogbe	REPRODUCTION	REPRODUCTION	\$8.60
03/28/2019	Philip Omorogbe	REPRODUCTION	REPRODUCTION	\$0.70
03/28/2019	Philip Omorogbe	REPRODUCTION	REPRODUCTION	\$0.70
03/28/2019	Philip Omorogbe	REPRODUCTION	REPRODUCTION	\$1.20
03/28/2019	Philip Omorogbe	REPRODUCTION	REPRODUCTION	\$0.20
03/28/2019	Philip Omorogbe	REPRODUCTION	REPRODUCTION	\$0.20
03/28/2019	Philip Omorogbe	REPRODUCTION	REPRODUCTION	\$0.60
03/28/2019	Philip Omorogbe	REPRODUCTION	REPRODUCTION	\$1.10
03/28/2019	Philip Omorogbe	REPRODUCTION	REPRODUCTION	\$0.60
03/29/2019	Philip Omorogbe	REPRODUCTION	REPRODUCTION	\$0.30
03/29/2019	Philip Omorogbe	REPRODUCTION	REPRODUCTION	\$1.50
Total for REPRODUCTION				\$94.60

Date	Timekeeper	Type	Description	Amount
03/14/2019	Elliot Stevens	LEXIS	LEXIS Connect and Comm Time - 0:00:00 Searches - 0 Shepards and Autocite - 0 Lexsees and Lexstat - 0	\$83.00
03/18/2019	Elliot Stevens	LEXIS	LEXIS Connect and Comm Time - 0:00:00 Searches - 0 Shepards and Autocite - 0 Lexsees and Lexstat - 0	\$4.00
03/25/2019	Elliot Stevens	LEXIS	LEXIS Connect and Comm Time - 0:00:00 Searches - 0 Shepards and Autocite - 0 Lexsees and Lexstat - 0	\$79.00
03/29/2019	Elliot Stevens	LEXIS	LEXIS Connect and Comm Time - 0:00:00 Searches - 0 Shepards and Autocite - 0 Lexsees and Lexstat - 0	\$769.00
03/30/2019	Elliot Stevens	LEXIS	LEXIS Connect and Comm Time - 0:00:00 Searches - 0 Shepards and Autocite - 0 Lexsees and Lexstat - 0	\$4.00
Total for LEXIS				\$939.00

Charges and Disbursements Summary

Type of Disbursements	Amount
REPRODUCTION	94.60
LEXIS	939.00
Total Expenses	\$1,033.60
Total Amount for this Matter	\$37,505.20

33260 FOMB

PROFESSOR ARTHUR J. GONZALEZ, FOMB BOARD

MEMBER

0049 HTA TITLE III - AMBAC

Page 1

Summary of Time Billed by Task		Hours	Value
204	Communications with Claimholders	0.30	\$236.70
207	Non-Board Court Filings	0.40	\$315.60
210	Analysis and Strategy	0.20	\$157.80
Total		0.90	\$710.10

33260 FOMB

PROFESSOR ARTHUR J. GONZALEZ, FOMB BOARD

MEMBER

0049 HTA TITLE III - AMBAC

Page 2

Communications with Claimholders -- 204

Date	Timekeeper	Task	Description	Hours	Amount
03/13/19	Timothy W. Mungovan	204	Communications with counsel for Ambac, and B. Rosen, L. Rappaport, and M. Firestein concerning Ambac's request to meet and confer (0.30).	0.30	\$236.70
Communications with Claimholders				0.30	\$236.70

Non-Board Court Filings -- 207

Date	Timekeeper	Task	Description	Hours	Amount
03/26/19	Michael A. Firestein	207	Review recent opinion by First Circuit for impact on Ambac case (0.40).	0.40	\$315.60
Non-Board Court Filings				0.40	\$315.60

Analysis and Strategy -- 210

Date	Timekeeper	Task	Description	Hours	Amount
03/13/19	Jeffrey W. Levitan	210	Review e-mails from M. Firestein regarding Ambac.	0.20	\$157.80
Analysis and Strategy				0.20	\$157.80

Total for Professional Services **\$710.10**

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PROFESSOR ARTHUR J. GONZALEZ, FOMB BOARD

MEMBER

0049 HTA TITLE III - AMBAC

Page 3

Timekeeper Summary

Timekeeper	Status	Hours	Rate	Value
JEFFREY W. LEVITAN	PARTNER	0.20	789.00	\$157.80
MICHAEL A. FIRESTEIN	PARTNER	0.40	789.00	\$315.60
TIMOTHY W. MUNGOVAN	PARTNER	0.30	789.00	\$236.70
Total for PARTNER		0.90		\$710.10
	Total	0.90		\$710.10
	Total Amount for this Matter			\$710.10

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PROFESSOR ARTHUR J. GONZALEZ, FOMB BOARD

MEMBER

0050 HTA TITLE III - ASSURED

Page 1

Summary of Time Billed by Task	Hours	Value
219 Appeal	5.40	\$4,260.60
Total	5.40	\$4,260.60

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PROFESSOR ARTHUR J. GONZALEZ, FOMB BOARD

MEMBER

0050 HTA TITLE III - ASSURED

Page 2

Appeal -- 219

Date	Timekeeper	Task	Description	Hours	Amount
03/26/19	Matthew J. Morris	219	Review new First Circuit decision resolving appeal.	0.70	\$552.30
03/26/19	John E. Roberts	219	Review First Circuit's decision in Assured appeal.	0.50	\$394.50
03/26/19	Lary Alan Rappaport	219	Review Assured appellate opinion (0.40); Conferences with M. Firestein regarding Assured appellate opinion (0.30); E-mails with M. Firestein, T. Mungovan, S. Weise, J. Roche, M. Bienenstock, M. Harris regarding Assured appellate decision (0.20).	0.90	\$710.10
03/26/19	Stephen L. Ratner	219	Review First Circuit Opinion affirming dismissal of complaint.	0.40	\$315.60
03/26/19	Michael A. Firestein	219	Review First Circuit opinion (0.40).	0.40	\$315.60
03/26/19	Michael A. Firestein	219	Communication with J. Roberts on results of appeal (0.20).	0.20	\$157.80
03/26/19	Jennifer L. Roche	219	Review appellate decision.	0.50	\$394.50
03/26/19	Mark Harris	219	Review decision by First Circuit.	0.50	\$394.50
03/26/19	Timothy W. Mungovan	219	Read and analyze First Circuit's decision in Assured (0.80).	0.80	\$631.20
03/26/19	Timothy W. Mungovan	219	Communications with M. Bienenstock, J. Roberts, S. Ratner, M. Firestein, L. Rappaport, and M. Harris regarding First Circuit's decision in Assured (0.50).	0.50	\$394.50
Appeal				5.40	\$4,260.60
Total for Professional Services					\$4,260.60

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PROFESSOR ARTHUR J. GONZALEZ, FOMB BOARD

MEMBER

0050 HTA TITLE III - ASSURED

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Timekeeper Summary

Timekeeper	Status	Hours	Rate	Value
LARY ALAN RAPPAPORT	PARTNER	0.90	789.00	\$710.10
MARK HARRIS	PARTNER	0.50	789.00	\$394.50
MICHAEL A. FIRESTEIN	PARTNER	0.60	789.00	\$473.40
STEPHEN L. RATNER	PARTNER	0.40	789.00	\$315.60
TIMOTHY W. MUNGOVAN	PARTNER	1.30	789.00	\$1,025.70
Total for PARTNER		3.70		\$2,919.30
JENNIFER L. ROCHE	SENIOR COUNSEL	0.50	789.00	\$394.50
JOHN E. ROBERTS	SENIOR COUNSEL	0.50	789.00	\$394.50
Total for SENIOR COUNSEL		1.00		\$789.00
MATTHEW J. MORRIS	ASSOCIATE	0.70	789.00	\$552.30
Total for ASSOCIATE		0.70		\$552.30
	Total		5.40	
				\$4,260.60
	Total Amount for this Matter			\$4,260.60

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PROFESSOR ARTHUR J. GONZALEZ, FOMB BOARD

MEMBER

0051 HTA TITLE III - PEAJE

Page 1

Summary of Time Billed by Task		Hours	Value
201	Tasks relating to the Board and Associated Members	0.10	\$78.90
202	Legal Research	0.80	\$631.20
204	Communications with Claimholders	0.50	\$394.50
205	Communications with the Commonwealth and its Representatives	0.10	\$78.90
206	Documents Filed on Behalf of the Board	3.00	\$2,367.00
207	Non-Board Court Filings	0.10	\$78.90
210	Analysis and Strategy	33.70	\$26,589.30
212	General Administration	0.10	\$27.00
219	Appeal	1.00	\$789.00
	Total	39.40	\$31,034.70

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PROFESSOR ARTHUR J. GONZALEZ, FOMB BOARD

MEMBER

0051 HTA TITLE III - PEAJE

Page 2

Tasks relating to the Board and Associated Members -- 201

Date	Timekeeper	Task	Description	Hours	Amount
03/28/19	Lary Alan Rappaport	201	E-mails with H. Bauer, D. Perez regarding Peaje joint status report (0.10).	0.10	\$78.90
			Tasks relating to the Board and Associated Members	0.10	\$78.90

Legal Research -- 202

Date	Timekeeper	Task	Description	Hours	Amount
03/04/19	Michael A. Firestein	202	Research Article 9 name issues concerning Peaje (0.20).	0.20	\$157.80
03/14/19	Michael A. Firestein	202	Draft memorandum on go forward strategy regarding 12(c) issues (0.20).	0.20	\$157.80
03/25/19	Michael A. Firestein	202	Research on 12(c) Peaje issues and related memoranda on same (0.40).	0.40	\$315.60
			Legal Research	0.80	\$631.20

Communications with Claimholders -- 204

Date	Timekeeper	Task	Description	Hours	Amount
03/18/19	Lary Alan Rappaport	204	E-mails with counsel for Peaje, AAFAF regarding draft joint status report (0.10).	0.10	\$78.90
03/26/19	Lary Alan Rappaport	204	E-mails with Peaje counsel regarding revised joint report (0.20).	0.20	\$157.80
03/27/19	Lary Alan Rappaport	204	E-mails with Peaje counsel regarding revised joint status report (0.20).	0.20	\$157.80
			Communications with Claimholders	0.50	\$394.50

Communications with the Commonwealth and its Representatives -- 205

Date	Timekeeper	Task	Description	Hours	Amount
03/25/19	Lary Alan Rappaport	205	E-mail to P. Friedman and E. McKeen regarding draft joint status report (0.10).	0.10	\$78.90
			Communications with the Commonwealth and its Representatives	0.10	\$78.90

Documents Filed on Behalf of the Board -- 206

Date	Timekeeper	Task	Description	Hours	Amount
03/14/19	Lary Alan Rappaport	206	Draft joint status report (0.80); E-mail and conference with M. Firestein regarding draft joint status report (0.10).	0.90	\$710.10
03/14/19	Michael A. Firestein	206	Review joint status report draft (0.20).	0.20	\$157.80
03/18/19	Lary Alan Rappaport	206	Draft joint status report (0.20).	0.20	\$157.80

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PROFESSOR ARTHUR J. GONZALEZ, FOMB BOARD

MEMBER

0051 HTA TITLE III - PEAJE

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Date	Timekeeper	Task	Description	Hours	Amount
03/18/19	Stephen L. Ratner	206	Review draft status report to Court.	0.10	\$78.90
03/18/19	Michael A. Firestein	206	Review correspondence from J. Levitan regarding joint status report (0.10).	0.10	\$78.90
03/18/19	Timothy W. Mungovan	206	Communications with L. Rappaport regarding joint status report due on March 28 and reaching out to counsel for Peaje regarding same (0.20).	0.20	\$157.80
03/26/19	Lary Alan Rappaport	206	Revise joint status report to account for Assured appellate decision (0.20).	0.20	\$157.80
03/26/19	Stephen L. Ratner	206	E-mail L. Rappaport, et al. regarding revised status report to Court.	0.10	\$78.90
03/26/19	Michael A. Firestein	206	Review revised status report in light of Assured opinion (0.10); Conference with L. Rappaport on status report revisions (0.10); Review correspondences on status report (0.10).	0.30	\$236.70
03/27/19	Michael A. Firestein	206	Review multiple correspondence on joint status report (0.10).	0.10	\$78.90
03/28/19	Lary Alan Rappaport	206	Finalize and file joint status report (0.20).	0.20	\$157.80
03/28/19	Timothy W. Mungovan	206	Review parties' joint status report (0.20).	0.20	\$157.80
03/29/19	Michael A. Firestein	206	Review submitted status report (0.20).	0.20	\$157.80
Documents Filed on Behalf of the Board				3.00	\$2,367.00

Non-Board Court Filings -- 207

Date	Timekeeper	Task	Description	Hours	Amount
03/29/19	Timothy W. Mungovan	207	Review Judge Dein's order directing parties to file joint status report (0.10).	0.10	\$78.90
Non-Board Court Filings				0.10	\$78.90

Analysis and Strategy -- 210

Date	Timekeeper	Task	Description	Hours	Amount
03/01/19	Matthew I. Rochman	210	Review and revise memorandum to M. Firestein regarding issues with Peaje's financing statement (2.30); Perform legal research in support of same (1.00); Revise memorandum per comments of M. Triggs (0.50).	3.80	\$2,998.20
03/01/19	Matthew H. Triggs	210	Draft memorandum regarding impact of ERS opinion on Peaje rule 12(c) motion.	3.60	\$2,840.40
03/03/19	Matthew H. Triggs	210	Revise memorandum regarding lien perfection issue.	0.40	\$315.60

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PROFESSOR ARTHUR J. GONZALEZ, FOMB BOARD

MEMBER

0051 HTA TITLE III - PEAJE

Page 4

Date	Timekeeper	Task	Description	Hours	Amount
03/04/19	Lary Alan Rappaport	210	Conference with M. Firestein regarding M. Triggs draft research and analysis memorandum (0.10); Review M. Triggs draft research and analysis memorandum (0.30); Review previous memoranda and authorities regarding Peaje legal issues (0.30); E-mails with M. Triggs and M. Firestein regarding M. Triggs draft research and analysis memorandum (0.20); Conference with M. Triggs regarding analysis and memorandum (0.20); E-mails M. Triggs, S. Weise, M. Firestein regarding Peaje issues, strategy (0.20).	1.30	\$1,025.70
03/04/19	Matthew H. Triggs	210	Review analysis regarding HTA enabling act and ERS opinion and memorandum describing same.	3.50	\$2,761.50
03/04/19	Michael A. Firestein	210	Review memorandum on Peaje 12(c) issues in light of ERS opinion (0.40); Teleconferences with M. Triggs on strategy in light of First Circuit decision (0.30); Conferences with L. Rappaport on strategy concerning name issues (0.20); Draft memoranda on 12(c) issues (0.20); Teleconference with T. Mungovan on Peaje strategy (0.10).	1.20	\$946.80
03/04/19	Steven O. Weise	210	Review security interest issues.	3.40	\$2,682.60
03/05/19	Michael A. Firestein	210	Review and revise 12(c) motion issues memorandum (0.40).	0.40	\$315.60
03/06/19	Lary Alan Rappaport	210	Conferences with S. Weise, M. Firestein regarding strategy in adversary action (0.30).	0.30	\$236.70
03/06/19	Michael A. Firestein	210	Conference with S. Weise on lien strategy issues (0.20); Teleconference with M. Triggs on strategy for go forward motion practice and lien issues (0.10).	0.30	\$236.70
03/12/19	Steven O. Weise	210	Review security interest issues.	2.30	\$1,814.70
03/14/19	Steven O. Weise	210	Review security interest issues.	2.60	\$2,051.40
03/18/19	Steven O. Weise	210	Review UCC issues regarding security interest.	3.30	\$2,603.70
03/19/19	Steven O. Weise	210	Review security interest issues.	3.20	\$2,524.80
03/26/19	Lary Alan Rappaport	210	Conference with M. Firestein regarding affect of Assured appellate decision in Peaje adversary action (0.20).	0.20	\$157.80
03/31/19	Steven O. Weise	210	Review issues regarding scope of security interest and perfection of security interest.	3.90	\$3,077.10
Analysis and Strategy				33.70	\$26,589.30

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PROFESSOR ARTHUR J. GONZALEZ, FOMB BOARD

MEMBER

0051 HTA TITLE III - PEAJE

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General Administration -- 212

Date	Timekeeper	Task	Description	Hours	Amount
03/20/19	Angelo Monforte	212	E-mail answer to Peaje's complaint to M. Rochman.	0.10	\$27.00
			General Administration	0.10	\$27.00

Appeal -- 219

Date	Timekeeper	Task	Description	Hours	Amount
03/26/19	Matthew H. Triggs	219	Review of appellate opinion.	0.30	\$236.70
03/27/19	Ralph C. Ferrara	219	Review summary and opinion regarding First Circuit's affirmation in insurers' appeal for bearing on Peaje (0.70).	0.70	\$552.30
			Appeal	1.00	\$789.00
			Total for Professional Services		\$31,034.70

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PROFESSOR ARTHUR J. GONZALEZ, FOMB BOARD

MEMBER

0051 HTA TITLE III - PEAJE

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Timekeeper Summary

Timekeeper	Status	Hours	Rate	Value
LARY ALAN RAPPAPORT	PARTNER	4.00	789.00	\$3,156.00
MATTHEW H. TRIGGS	PARTNER	7.80	789.00	\$6,154.20
MICHAEL A. FIRESTEIN	PARTNER	3.60	789.00	\$2,840.40
RALPH C. FERRARA	PARTNER	0.70	789.00	\$552.30
STEPHEN L. RATNER	PARTNER	0.20	789.00	\$157.80
STEVEN O. WEISE	PARTNER	18.70	789.00	\$14,754.30
TIMOTHY W. MUNGOVAN	PARTNER	0.50	789.00	\$394.50
Total for PARTNER		35.50		\$28,009.50
MATTHEW I. ROCHMAN	ASSOCIATE	3.80	789.00	\$2,998.20
Total for ASSOCIATE		3.80		\$2,998.20
ANGELO MONFORTE	LEGAL ASSISTANT	0.10	270.00	\$27.00
Total for LEGAL ASSISTANT		0.10		\$27.00
	Total	39.40		\$31,034.70

For Charges and Disbursements

Date	Timekeeper	Type	Description	Amount
03/28/2019	Niurka Padilla	REPRODUCTION	REPRODUCTION	\$2.50
03/28/2019	Niurka Padilla	REPRODUCTION	REPRODUCTION	\$2.10
03/28/2019	Niurka Padilla	REPRODUCTION	REPRODUCTION	\$6.70
03/28/2019	Niurka Padilla	REPRODUCTION	REPRODUCTION	\$7.60
03/28/2019	Niurka Padilla	REPRODUCTION	REPRODUCTION	\$2.40
03/28/2019	Niurka Padilla	REPRODUCTION	REPRODUCTION	\$8.60
03/28/2019	Niurka Padilla	REPRODUCTION	REPRODUCTION	\$5.60
03/28/2019	Niurka Padilla	REPRODUCTION	REPRODUCTION	\$6.90
03/28/2019	Niurka Padilla	REPRODUCTION	REPRODUCTION	\$0.10
03/28/2019	Niurka Padilla	REPRODUCTION	REPRODUCTION	\$10.40
03/28/2019	Niurka Padilla	REPRODUCTION	REPRODUCTION	\$5.50
03/28/2019	Niurka Padilla	REPRODUCTION	REPRODUCTION	\$0.50
03/28/2019	Niurka Padilla	REPRODUCTION	REPRODUCTION	\$0.10
			Total for REPRODUCTION	\$59.00

Date	Timekeeper	Type	Description	Amount
03/01/2019	Matthew I. Rochman	WESTLAW	WESTLAW Connect and Comm Time - 0:00:00 WestChk and Other Trans - 10 Lines Printed	\$572.00
			Total for WESTLAW	\$572.00

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PROFESSOR ARTHUR J. GONZALEZ, FOMB BOARD

MEMBER

0051 HTA TITLE III - PEAJEPage 7**Charges and Disbursements Summary**

Type of Disbursements	Amount
REPRODUCTION	59.00
WESTLAW	572.00
Total Expenses	\$631.00
Total Amount for this Matter	\$31,665.70

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PROFESSOR ARTHUR J. GONZALEZ, FOMB BOARD

MEMBER

0053 HTA TITLE III - MISCELLANEOUS

Page 1

Summary of Time Billed by Task	Hours	Value
208 Stay Matters	0.30	\$236.70
Total	0.30	\$236.70

33260 FOMB

PROFESSOR ARTHUR J. GONZALEZ, FOMB BOARD

MEMBER

0053 HTA TITLE III - MISCELLANEOUSPage 2**Stay Matters -- 208**

Date	Timekeeper	Task	Description	Hours	Amount
03/26/19	Maja Zerjal	208	Lift Stay: Discuss status of CD builders matter with C. Tarrant (0.10); Draft e-mail regarding same to C. Velaz (0.10).	0.20	\$157.80
03/27/19	Maja Zerjal	208	Lift Stay: Review correspondence from C. Velaz regarding CD builders matter.	0.10	\$78.90
Stay Matters					0.30
Total for Professional Services					\$236.70

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PROFESSOR ARTHUR J. GONZALEZ, FOMB BOARD

MEMBER

0053 HTA TITLE III - MISCELLANEOUS

Page 3

Timekeeper Summary

Timekeeper	Status	Hours	Rate	Value
MAJA ZERJAL	ASSOCIATE	0.30	789.00	\$236.70
Total for ASSOCIATE		0.30		\$236.70
	Total	0.30		\$236.70
	Total Amount for this Matter			\$236.70

UNITED STATES DISTRICT COURT
DISTRICT OF PUERTO RICO

In re:

THE FINANCIAL OVERSIGHT AND
MANAGEMENT BOARD FOR PUERTO RICO,

as representative of

THE COMMONWEALTH OF PUERTO RICO, *et al.*,

Debtors.¹

PROMESA
Title III

No. 17 BK 3283-LTS

(Jointly Administered)

In re:

THE FINANCIAL OVERSIGHT AND
MANAGEMENT BOARD FOR PUERTO RICO,

as representative of

PUERTO RICO HIGHWAYS &
TRANSPORTATION AUTHORITY,

Debtor.

PROMESA
Title III

No. 17 BK 3567-LTS

**COVER SHEET TO TWENTY-FIFTH MONTHLY FEE APPLICATION OF
PROSKAUER ROSE LLP AS ATTORNEYS TO THE FINANCIAL OVERSIGHT AND
MANAGEMENT BOARD FOR PUERTO RICO, AS REPRESENTATIVE OF DEBTOR,
PUERTO RICO HIGHWAY & TRANSIT AUTHORITY (“HTA”)
FOR THE PERIOD APRIL 1, 2019 THROUGH APRIL 30, 2019**

Name of Applicant:

Proskauer Rose LLP (“Proskauer”)

¹ The Debtors in these Title III Cases, along with each Debtor's respective Title III case number and the last four (4) digits of each Debtor's federal tax identification number, as applicable, are the (i) Commonwealth of Puerto Rico (Bankruptcy Case No. 17 BK 3283-LTS) (Last Four Digits of Federal Tax ID: 3481); (ii) Puerto Rico Sales Tax Financing Corporation (“COFINA”) (Bankruptcy Case No. 17 BK 3284-LTS) (Last Four Digits of Federal Tax ID: 8474); (iii) Puerto Rico Highways and Transportation Authority (“HTA”) (Bankruptcy Case No. 17 BK 3567-LTS) (Last Four Digits of Federal Tax ID: 3808); and (iv) Employees Retirement System of the Government of the Commonwealth of Puerto Rico (“ERS”) (Bankruptcy Case No. 17 BK 3566-LTS) (Last Four Digits of Federal Tax ID: 9686). (Title III case numbers are listed as Bankruptcy Case numbers due to software limitations).

Authorized to Provide
Professional Services to:

Financial Oversight and Management Board, as
Representative for the Debtor Pursuant to
PROMESA Section 315(b)

Period for which compensation
and reimbursement for fees and services
is sought:

April 1, 2019 through April 30, 2019

Amount of compensation sought
as actual, reasonable and necessary: **\$77,794.50**

Amount of expense reimbursement
sought as actual, reasonable and necessary: **\$1,292.70**

Total Amount for these Invoices: **\$79,087.20**

This is a: X monthly interim final application.

This is Proskauer's twenty-fifth monthly fee application in these cases.

Principal Certification

I hereby authorize the submission of this Monthly Fee Statement for April 2019.



Jaime A. El Koury
General Counsel to the Financial Oversight and
Management Board for Puerto Rico

On May 30, 2019 sent to:

FOMB:

Financial Oversight and Management Board
40 Washington Square South
Office 314A
New York, NY 10012
Attn: Professor Arthur J. Gonzalez
FOMB Board Member

O'Neill & Borges LLC
250 Muñoz Rivera Ave., Suite 800
San Juan, PR 00918
Attn: Hermann D. Bauer, Esq.

Office of United States Trustee

Office of the United States Trustee for the District of
Puerto Rico
Edificio Ochoa, 500 Tanca Street, Suite 301
San Juan, PR 00901
(In re: Commonwealth of Puerto Rico)

Office of the United States Trustee for Region 21
75 Spring Street, SW, Room 362
Atlanta, GA 30303
Attn: Guy G. Gebhardt
Acting United States Trustee (Region 21)
(In re: Commonwealth of Puerto Rico)

Co-Counsel for the Official Committee of Unsecured

Creditors:

Paul Hastings LLP
200 Park Avenue
New York, NY 10166
Attn: Luc. A. Despins, Esq.

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Carolina Velaz-Rivero, Esq.

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Attn.: Robert Gordon, Esq.
Richard Levin, Esq.

Jenner & Block LLP
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Attn.: Catherine Steege, Esq.
Melissa Root, Esq.

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Hato Rey, PR 00918
Attn.: A.J. Bennazar-Zequeira, Esq.

Puerto Rico Department of Treasury

PO Box 9024140
San Juan, PR 00902-4140
Attn: Reylam Guerra Goderich, Deputy Assistant of
Central Accounting
Omar E. Rodríguez Pérez, CPA, Assistant
Secretary of Central Accounting
Angel L. Pantoja Rodríguez, Deputy Assistant of
Internal Revenue and Tax Policy
Francisco Parés Alicea, Assistant Secretary of
Internal Revenue and Tax Policy
Francisco Peña Montañez, CPA, Assistant
Secretary of the Treasury

HTA - General			
Task Code	Matter Description	Total Billed Hours	Total Fees Requested
201	Tasks relating to the Board, its Members, its Staff, its Advisors or its Consultants	0.40	\$315.60
202	Legal Research	0.30	\$236.70
205	Communications with the Commonwealth and its Representatives of the Commonwealth or its Instrumentalities	2.10	\$1,397.40
206	Documents Filed on Behalf of the Board	67.30	\$52,632.60
207	Non-Board Court Filings	0.70	\$552.30
210	Analysis and Strategy	13.30	\$8,390.40
218	Employment and Fee Applications	13.40	\$3,618.00
219	Appeal	2.80	\$2,209.20
Total		100.30	\$69,352.20

HTA - Assured			
Task Code	Matter Description	Total Billed Hours	Total Fees Requested
207	Non-Board Court Filings	0.30	\$236.70
219	Appeal	7.10	\$5,601.90
Total		7.40	\$5,838.60

HTA - Peaje			
Task Code	Matter Description	Total Billed Hours	Total Fees Requested
206	Documents Filed on Behalf of the Board	1.70	\$1,341.30
207	Non-Board Court Filings	0.50	\$394.50
210	Analysis and Strategy	1.10	\$867.90
	Total	3.30	\$2,603.70

ACROSS ALL HTA-RELATED MATTERS

Professional	Position>Title	Department	Hourly Billing Rate	Total Billed Hours	Total Compensation
Brian S. Rosen	Partner	BSGR & B	\$789.00	1.00	\$789.00
Jeffrey W. Levitan	Partner	BSGR & B	\$789.00	6.50	\$5,128.50
Lary Alan Rappaport	Partner	Litigation	\$789.00	4.70	\$3,708.30
Mark Harris	Partner	Litigation	\$789.00	0.50	\$394.50
Martin J. Bienenstock	Partner	BSGR & B	\$789.00	5.70	\$4,497.30
Michael A. Firestein	Partner	Litigation	\$789.00	5.20	\$4,102.80
Michael T. Mervis	Partner	Litigation	\$789.00	3.70	\$2,919.30
Ralph C. Ferrara	Partner	Litigation	\$789.00	0.50	\$394.50
Stephen L. Ratner	Partner	Litigation	\$789.00	0.10	\$78.90
Steven O. Weise	Partner	Corporate	\$789.00	23.90	\$18,857.10
Timothy W. Mungovan	Partner	Litigation	\$789.00	1.10	\$867.90
John E. Roberts	Senior Counsel	Litigation	\$789.00	0.40	\$315.60
Amelia Friedman	Associate	Litigation	\$789.00	3.60	\$2,840.40
Chris Theodoridis	Associate	BSGR & B	\$789.00	0.50	\$394.50
Daniel Desatnik	Associate	BSGR & B	\$789.00	4.40	\$3,471.60
Elliot Stevens	Associate	BSGR & B	\$789.00	29.70	\$23,433.30
James Kay	E-Discovery Attorney	Professional Resources	\$390.00	2.80	\$1,092.00
TOTAL				94.30	\$73,285.50

Paraprofessional	Position>Title	Department	Hourly Billing Rate	Total Billed Hours	Total Compensation
Natasha Petrov	Legal Assistant	BSGR & B	\$270.00	13.40	\$3,618.00
Philip Omorogbe	Law Clerk	Corporate	\$270.00	3.30	\$891.00
TOTAL				16.70	\$4,509.00

SUMMARY OF LEGAL FEES	Hours 111.00	Fees \$77,794.50
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ACROSS ALL HTA-RELATED MATTERS

EXPENSE CATEGORY	AMOUNTS
Lexis	\$1,145.00
Other Database Research	\$3.30
Reproduction	\$144.40
Total	\$1,292.70

Proskauer requests payment of fees and reimbursement of expenses in accordance with the procedures set forth in the Interim Compensation Order (*i.e.*, payment of ninety percent (90%) of the compensation sought, in the amount of \$70,015.05, and reimbursement of one-hundred percent (100%) of expenses incurred, in the amount of \$1,292.70) in the total amount \$71,307.75.

Professional Certification

I hereby certify that no public servant of the Department of Treasury is a party to or has any interest in the gains or benefits derived from the contract that is the basis of this invoice. The only consideration for providing services under the contract is the payment agreed upon with the authorized representatives of the Financial Oversight and Management Board for Puerto Rico. The amount of this invoice is reasonable. The services were rendered and the corresponding payment has not been made. To the best of my knowledge, Proskauer Rose LLP does not have any debts owed to the Government of Puerto Rico or its instrumentalities.

/s/ Martin J. Bienenstock

Martin J. Bienenstock (pro hac vice)
Proskauer Rose LLP
Eleven Times Square
New York, NY 10036
Tel: (212) 969-3000
Fax: (212) 969-2900

Exhibit A

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PROFESSOR ARTHUR J. GONZALEZ, FOMB BOARD

MEMBER

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Summary of Time Billed by Task		Hours	Value
201	Tasks relating to the Board and Associated Members	0.40	\$315.60
202	Legal Research	0.30	\$236.70
205	Communications with the Commonwealth and its Representatives	2.10	\$1,397.40
206	Documents Filed on Behalf of the Board	67.30	\$52,632.60
207	Non-Board Court Filings	0.70	\$552.30
210	Analysis and Strategy	13.30	\$8,390.40
218	Employment and Fee Applications	13.40	\$3,618.00
219	Appeal	2.80	\$2,209.20
	Total	100.30	\$69,352.20

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PROFESSOR ARTHUR J. GONZALEZ, FOMB BOARD

MEMBER

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Tasks relating to the Board and Associated Members -- 201

Date	Timekeeper	Task	Description	Hours	Amount
04/15/19	Amelia Friedman	201	Coordinate filings with O'Neill Burgess of objections to amended and duplicate claims.	0.40	\$315.60
Tasks relating to the Board and Associated Members				0.40	\$315.60

Legal Research -- 202

Date	Timekeeper	Task	Description	Hours	Amount
04/01/19	Michael A. Firestein	202	Research HTA lien challenge issues (0.30).	0.30	\$236.70
Legal Research				0.30	\$236.70

Communications with the Commonwealth and its Representatives -- 205

Date	Timekeeper	Task	Description	Hours	Amount
04/01/19	Elliot Stevens	205	Call with O'Melveny and J. Levitan relating to HTA bond issues (0.40).	0.40	\$315.60
04/01/19	Chris Theodoridis	205	Conference with O'Melveny, J. Levitan, E. Stevens regarding cash flow (0.40); Call with E. Stevens regarding bond pleading (0.10).	0.50	\$394.50
04/01/19	Philip Omorogbe	205	Teleconference with O'Melveny and J. Levitan regarding HTA revenues (0.40); E-mail with E. Stevens regarding same (0.10).	0.50	\$135.00
04/01/19	Jeffrey W. Levitan	205	Attend call with O'Melveny, E. Stevens regarding cash flow (0.40).	0.40	\$315.60
04/05/19	Elliot Stevens	205	E-mails with O'Melveny and team relating to claw back statutes (0.30).	0.30	\$236.70
Communications with the Commonwealth and its Representatives				2.10	\$1,397.40

Documents Filed on Behalf of the Board -- 206

Date	Timekeeper	Task	Description	Hours	Amount
04/01/19	Jeffrey W. Levitan	206	Review draft lien challenge complaint (0.60); Teleconferences with E. Stevens regarding lien challenge (0.30); E-mail to S. Weise regarding lien challenge (0.20); Review E. Stevens lien analysis (0.20).	1.30	\$1,025.70
04/01/19	Steven O. Weise	206	Review and revise lien challenge pleading.	2.60	\$2,051.40

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PROFESSOR ARTHUR J. GONZALEZ, FOMB BOARD

MEMBER

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Date	Timekeeper	Task	Description	Hours	Amount
04/01/19	Elliot Stevens	206	Call with J. Levitan relating to HTA bond pleading (0.10); Research Puerto Rico law applicable to pleading (1.70); E-mails with team relating to pleading (0.40); Call with J. Levitan relating to same (0.20); Discuss same with C. Theodoridis (0.10).	2.50	\$1,972.50
04/01/19	Lary Alan Rappaport	206	Review HTA draft lien objections, lien avoidance adversary complaint (0.20); E-mails M. Firestein, M. Triggs, S. Weise regarding draft HTA adversary complaint (0.10).	0.30	\$236.70
04/02/19	Michael T. Mervis	206	Review draft lien avoidance complaint regarding HTA.	0.90	\$710.10
04/04/19	Michael A. Firestein	206	Review tolling stipulation in HTA on preference claims for Commonwealth (0.20).	0.20	\$157.80
04/04/19	Elliot Stevens	206	Draft analysis of bond pleading and related issues (1.60); E-mail same to M. Bienenstock (0.10).	1.70	\$1,341.30
04/04/19	Lary Alan Rappaport	206	Review urgent motion on stipulation to toll claims between Commonwealth and HTA (0.20); Communication with M. Firestein regarding stipulation to toll claims with HTA and Commonwealth (0.10).	0.30	\$236.70
04/04/19	Philip Omorogbe	206	Draft pleading within HTA Title III case tolling statutes of limitations period.	0.90	\$243.00
04/07/19	Steven O. Weise	206	Review analysis of secured claims and draft lien challenge complaint.	2.70	\$2,130.30
04/08/19	Steven O. Weise	206	Review and revise lien challenge pleadings.	2.20	\$1,735.80
04/08/19	Elliot Stevens	206	E-mail with M. Bienenstock relating to bond pleading (0.20).	0.20	\$157.80
04/09/19	Elliot Stevens	206	Revise bond pleading in line with S. Weise comments (0.40); E-mails with M. Firestein, S. Weise and team relating to same (0.20).	0.60	\$473.40
04/09/19	Michael A. Firestein	206	Review S. Weise's comments on HTA lien challenge (0.20); Draft memorandum on HTA lien challenge (0.20).	0.40	\$315.60
04/09/19	Amelia Friedman	206	Revise omnibus objections to subsequently-amended claims and exact duplicate claims to incorporate edits from J. Herriman at Alvarez & Marsal.	0.40	\$315.60
04/09/19	Steven O. Weise	206	Review and analyze security interest issues.	5.20	\$4,102.80
04/10/19	Elliot Stevens	206	Conference with M. Bienenstock, B. Rosen, et al. relating to HTA bond pleading (1.00); Follow-up discussion with team and M. Bienenstock relating to same (0.10).	1.10	\$867.90

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PROFESSOR ARTHUR J. GONZALEZ, FOMB BOARD

MEMBER

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Date	Timekeeper	Task	Description	Hours	Amount
04/10/19	Elliot Stevens	206	Discuss financing statements with P. Omorogbe (0.20); Analyze same (0.40); Draft edits to HTA bond pleading (0.50); E-mail with team relating to bond pleading (0.10).	1.20	\$946.80
04/10/19	Steven O. Weise	206	Conference with B. Rosen et al. regarding lien challenges (1.00); Review of law regarding same (0.30).	1.30	\$1,025.70
04/10/19	Jeffrey W. Levitan	206	Review revised draft complaint with S. Weise comments (0.50); Review M. Firestein comments (0.10); Conference with M. Bienenstock, S. Weise, E. Stevens regarding drafting complaint (1.00).	1.60	\$1,262.40
04/10/19	Martin J. Bienenstock	206	Review and revise lien challenge (4.70); Conference with B. Rosen, J. Levitan, et al. regarding same (1.00).	5.70	\$4,497.30
04/11/19	Amelia Friedman	206	Revise omnibus objections to exact duplicate and subsequently-amended claims to incorporate edits from B. Rosen.	0.40	\$315.60
04/14/19	Amelia Friedman	206	Review and revise omnibus objections to exact duplicate and subsequently-amended claims.	1.00	\$789.00
04/15/19	Amelia Friedman	206	Revise Spanish versions of objections to amended and duplicate claims to incorporate edits from local counsel and J. Kay.	0.80	\$631.20
04/15/19	Amelia Friedman	206	Finalize for filing English and Spanish versions of objections to amended and duplicate claims.	0.40	\$315.60
04/15/19	Elliot Stevens	206	Draft edits to HTA bond pleading (0.30).	0.30	\$236.70
04/15/19	Daniel Desatnik	206	Research regarding HTA scheduling order (0.20); Draft urgent joint informative motion on stipulation (1.50).	1.70	\$1,341.30
04/16/19	Elliot Stevens	206	Revise HTA bond pleading (2.10).	2.10	\$1,656.90
04/17/19	Michael A. Firestein	206	Review Board urgent motion on HTA tolling (0.10).	0.10	\$78.90
04/17/19	Elliot Stevens	206	Analyze HTA financing statements (0.90); E-mails with O'Melveny relating to HTA security agreements (0.20); Draft edits to bond pleading (3.20).	4.30	\$3,392.70
04/17/19	Lary Alan Rappaport	206	Review joint motion for an extension of time to reply to objections (0.10).	0.10	\$78.90
04/17/19	Daniel Desatnik	206	Draft urgent HTA motion to extend.	0.50	\$394.50
04/18/19	Elliot Stevens	206	Analyze fiscal plans for bond pleading (0.80); Research allocable revenue statutes (1.30); Draft bond pleading (5.60).	7.70	\$6,075.30
04/19/19	Daniel Desatnik	206	Review and revise CW/HTA stipulation (2.20).	2.20	\$1,735.80
04/19/19	Elliot Stevens	206	Draft edits to bond pleading (0.30).	0.30	\$236.70

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PROFESSOR ARTHUR J. GONZALEZ, FOMB BOARD

MEMBER

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Date	Timekeeper	Task	Description	Hours	Amount
04/23/19	Elliot Stevens	206	Discuss HTA lien challenge with J. Levitan (0.20); Draft edits to HTA lien challenge (2.70).	2.90	\$2,288.10
04/23/19	Jeffrey W. Levitan	206	Conference with E. Stevens regarding claw backs, lien challenge (0.20); Review S. Weise lien analysis, S. Weise e-mail (0.20).	0.40	\$315.60
04/23/19	Steven O. Weise	206	Review lien challenge documents.	3.40	\$2,682.60
04/24/19	Elliot Stevens	206	Analyze HTA bond resolutions and proofs of claim for bond pleading procedural purposes for J. Levitan (1.70).	1.70	\$1,341.30
04/24/19	Elliot Stevens	206	Draft edits to HTA bond pleading (1.90); E-mail same to C. Theodoridis (0.10); E-mails relating to same with J. Levitan (0.20).	2.20	\$1,735.80
04/25/19	Jeffrey W. Levitan	206	Review, note comments on draft lien avoidance form complaint (1.00); Review E. Stevens e-mail regarding liens (0.10); Teleconference with E. Stevens regarding draft complaint (0.20).	1.30	\$1,025.70
04/25/19	Elliot Stevens	206	Discuss edits to HTA bond pleading with J. Levitan (0.20).	0.20	\$157.80
Documents Filed on Behalf of the Board				67.30	\$52,632.60

Non-Board Court Filings -- 207

Date	Timekeeper	Task	Description	Hours	Amount
04/05/19	Timothy W. Mungovan	207	Review Judge Swain's order scheduling briefing on Commonwealth and HTA's joint motion for entry of an order approving a stipulation tolling statutes of limitations in connection with avoidance actions possessed by HTA and Commonwealth (0.20).	0.20	\$157.80
04/11/19	Michael A. Firestein	207	Review UCC objections to tolling (0.20).	0.20	\$157.80
04/17/19	Michael A. Firestein	207	Review Assured objection to tolling stipulation regarding HTA (0.20).	0.20	\$157.80
04/26/19	Lary Alan Rappaport	207	Review HTA informative motion regarding stipulation tolling statute of limitations (0.10).	0.10	\$78.90
Non-Board Court Filings				0.70	\$552.30

Analysis and Strategy -- 210

Date	Timekeeper	Task	Description	Hours	Amount
04/01/19	Michael A. Firestein	210	Review HTA lien challenge materials and correspondence (0.20).	0.20	\$157.80

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PROFESSOR ARTHUR J. GONZALEZ, FOMB BOARD

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Date	Timekeeper	Task	Description	Hours	Amount
04/03/19	Steven O. Weise	210	Review issues regarding scope of security interest and perfection of security interest.	2.40	\$1,893.60
04/04/19	Steven O. Weise	210	Review issues regarding scope of security interest and perfection of security interest.	1.80	\$1,420.20
04/05/19	Steven O. Weise	210	Review issues regarding scope of security interest.	2.30	\$1,814.70
04/10/19	Philip Omorogbe	210	Teleconference with M. Bienenstock, B. Rosen, J. Levitan, et al. regarding issues within HTA's Title III case.	1.00	\$270.00
04/10/19	Philip Omorogbe	210	Review financial documents and statutes pertinent to claims objection within HTA case (0.70); Discuss same with E. Stevens (0.20).	0.90	\$243.00
04/10/19	Michael A. Firestein	210	Review multiple strategic correspondence on lien challenge issues (0.20).	0.20	\$157.80
04/10/19	Brian S. Rosen	210	Meeting with M. Bienenstock, J. Levitan, et al., regarding HTA lien challenge (1.00).	1.00	\$789.00
04/15/19	James Kay	210	E-mails to A. Friedman regarding revising translated Spanish-language HTA omnibus objection motions (0.20); E-mails from A. Friedman regarding same (0.20); Revise translated Spanish-language HTA omnibus objection motions (2.40).	2.80	\$1,092.00
04/16/19	Amelia Friedman	210	Update tracking chart with information on omnibus objections to amended and duplicate claims.	0.20	\$157.80
04/17/19	Ralph C. Ferrara	210	Review summary regarding Board's motion seeking entry of order approving stipulation between Commonwealth and HTA tolling statute of limitations (0.30); Review summary regarding UCC objection to same (0.20).	0.50	\$394.50
Analysis and Strategy				13.30	\$8,390.40

Employment and Fee Applications -- 218

Date	Timekeeper	Task	Description	Hours	Amount
04/01/19	Natasha Petrov	218	Analyze invoices for interim fee application.	0.30	\$81.00
04/02/19	Natasha Petrov	218	Analyze invoices for interim fee application.	0.60	\$162.00
04/04/19	Natasha Petrov	218	Revise fifth interim fee application.	0.50	\$135.00
04/05/19	Natasha Petrov	218	Revise fifth interim fee application.	0.20	\$54.00
04/09/19	Natasha Petrov	218	Revise fifth interim fee application.	0.20	\$54.00

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PROFESSOR ARTHUR J. GONZALEZ, FOMB BOARD

MEMBER

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Date	Timekeeper	Task	Description	Hours	Amount
04/12/19	Natasha Petrov	218	Review December Part 2 invoice regarding certain entries in connection with Proskauer fifth interim fee application.	0.30	\$81.00
04/17/19	Natasha Petrov	218	Analyze December part 2 invoice and perform calculations for Proskauer fifth interim fee application (1.40); Draft schedules and charts for Proskauer fifth interim fee application (1.80).	3.20	\$864.00
04/18/19	Natasha Petrov	218	Draft schedules and charts for Proskauer fifth interim fee application.	1.30	\$351.00
04/18/19	Natasha Petrov	218	Analyze December part 2 invoice and perform calculations for Proskauer fifth interim fee application (1.30); Draft schedules and charts for Proskauer fifth interim fee application (3.40).	4.70	\$1,269.00
04/19/19	Natasha Petrov	218	Analyze January invoice for Proskauer fifth interim fee application.	0.30	\$81.00
04/23/19	Natasha Petrov	218	Review January invoice regarding certain entries in connection with Proskauer fifth interim fee application.	0.30	\$81.00
04/30/19	Natasha Petrov	218	Calculations for Proskauer fifth interim fee application (0.80); Draft fee application (0.70).	1.50	\$405.00
Employment and Fee Applications				13.40	\$3,618.00

Appeal -- 219

Date	Timekeeper	Task	Description	Hours	Amount
04/01/19	Michael T. Mervis	219	Review Board First Circuit briefing on Peaje, Ambac and Assured appeals in connection with overall HTA strategy.	2.80	\$2,209.20
Appeal				2.80	\$2,209.20

Total for Professional Services **\$69,352.20**

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PROFESSOR ARTHUR J. GONZALEZ, FOMB BOARD

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Timekeeper Summary

Timekeeper	Status	Hours	Rate	Value
BRIAN S. ROSEN	PARTNER	1.00	789.00	\$789.00
JEFFREY W. LEVITAN	PARTNER	5.00	789.00	\$3,945.00
LARY ALAN RAPPAPORT	PARTNER	0.80	789.00	\$631.20
MARTIN J. BIENENSTOCK	PARTNER	5.70	789.00	\$4,497.30
MICHAEL A. FIRESTEIN	PARTNER	1.80	789.00	\$1,420.20
MICHAEL T. MERVIS	PARTNER	3.70	789.00	\$2,919.30
RALPH C. FERRARA	PARTNER	0.50	789.00	\$394.50
STEVEN O. WEISE	PARTNER	23.90	789.00	\$18,857.10
TIMOTHY W. MUNGOVAN	PARTNER	0.20	789.00	\$157.80
Total for PARTNER		42.60		\$33,611.40
AMELIA FRIEDMAN	ASSOCIATE	3.60	789.00	\$2,840.40
CHRIS THEODORIDIS	ASSOCIATE	0.50	789.00	\$394.50
DANIEL DESATNIK	ASSOCIATE	4.40	789.00	\$3,471.60
ELLIOT STEVENS	ASSOCIATE	29.70	789.00	\$23,433.30
Total for ASSOCIATE		38.20		\$30,139.80
JAMES KAY	E-DISCOVERY ATTORNEY	2.80	390.00	\$1,092.00
Total for E-DISCOVERY ATTORNEY		2.80		\$1,092.00
NATASHA PETROV	LEGAL ASSISTANT	13.40	270.00	\$3,618.00
Total for LEGAL ASSISTANT		13.40		\$3,618.00
PHILIP OMOROGBE	LAW CLERK	3.30	270.00	\$891.00
Total for LAW CLERK		3.30		\$891.00
	Total		100.30	\$69,352.20

For Charges and Disbursements

Date	Timekeeper	Type	Description	Amount
04/01/2019	Philip Omorogbe	REPRODUCTION	REPRODUCTION	\$1.20
04/01/2019	Philip Omorogbe	REPRODUCTION	REPRODUCTION	\$1.60
04/01/2019	Philip Omorogbe	REPRODUCTION	REPRODUCTION	\$1.20
04/01/2019	Philip Omorogbe	REPRODUCTION	REPRODUCTION	\$3.30
04/01/2019	Philip Omorogbe	REPRODUCTION	REPRODUCTION	\$0.90
04/01/2019	Philip Omorogbe	REPRODUCTION	REPRODUCTION	\$0.50
04/01/2019	Philip Omorogbe	REPRODUCTION	REPRODUCTION	\$0.80
04/01/2019	Philip Omorogbe	REPRODUCTION	REPRODUCTION	\$0.20
04/02/2019	Virginia Vazquez	REPRODUCTION	REPRODUCTION	\$0.10
04/02/2019	Virginia Vazquez	REPRODUCTION	REPRODUCTION	\$0.10
04/02/2019	Virginia Vazquez	REPRODUCTION	REPRODUCTION	\$0.10
04/02/2019	Virginia Vazquez	REPRODUCTION	REPRODUCTION	\$0.10
04/02/2019	Virginia Vazquez	REPRODUCTION	REPRODUCTION	\$0.10
04/02/2019	Virginia Vazquez	REPRODUCTION	REPRODUCTION	\$0.10
04/02/2019	Virginia Vazquez	REPRODUCTION	REPRODUCTION	\$0.30
04/02/2019	Virginia Vazquez	REPRODUCTION	REPRODUCTION	\$0.60
04/02/2019	Virginia Vazquez	REPRODUCTION	REPRODUCTION	\$0.60

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PROFESSOR ARTHUR J. GONZALEZ, FOMB BOARD

MEMBER

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Date	Timekeeper	Type	Description	Amount
04/02/2019	Virginia Vazquez	REPRODUCTION	REPRODUCTION	\$0.70
04/02/2019	Virginia Vazquez	REPRODUCTION	REPRODUCTION	\$0.50
04/02/2019	Virginia Vazquez	REPRODUCTION	REPRODUCTION	\$0.10
04/04/2019	Philip Omorogbe	REPRODUCTION	REPRODUCTION	\$0.70
04/04/2019	Philip Omorogbe	REPRODUCTION	REPRODUCTION	\$0.10
04/04/2019	Elliot Stevens	REPRODUCTION	REPRODUCTION	\$0.30
04/04/2019	Elliot Stevens	REPRODUCTION	REPRODUCTION	\$0.30
04/04/2019	Philip Omorogbe	REPRODUCTION	REPRODUCTION	\$0.50
04/04/2019	Virginia Vazquez	REPRODUCTION	REPRODUCTION	\$1.00
04/04/2019	Philip Omorogbe	REPRODUCTION	REPRODUCTION	\$1.00
04/04/2019	Philip Omorogbe	REPRODUCTION	REPRODUCTION	\$0.60
04/04/2019	Virginia Vazquez	REPRODUCTION	REPRODUCTION	\$0.10
04/04/2019	Elliot Stevens	REPRODUCTION	REPRODUCTION	\$0.50
04/04/2019	Elliot Stevens	REPRODUCTION	REPRODUCTION	\$0.50
04/09/2019	Elliot Stevens	REPRODUCTION	REPRODUCTION	\$8.00
04/09/2019	Elliot Stevens	REPRODUCTION	REPRODUCTION	\$0.40
04/09/2019	Elliot Stevens	REPRODUCTION	REPRODUCTION	\$34.40
04/09/2019	Elliot Stevens	REPRODUCTION	REPRODUCTION	\$26.80
04/09/2019	Elliot Stevens	REPRODUCTION	REPRODUCTION	\$0.40
04/09/2019	Elliot Stevens	REPRODUCTION	REPRODUCTION	\$8.80
04/10/2019	Elliot Stevens	REPRODUCTION	REPRODUCTION	\$0.30
04/10/2019	Elliot Stevens	REPRODUCTION	REPRODUCTION	\$1.80
04/10/2019	Elliot Stevens	REPRODUCTION	REPRODUCTION	\$6.30
04/10/2019	Elliot Stevens	REPRODUCTION	REPRODUCTION	\$0.60
04/12/2019	Virginia Vazquez	REPRODUCTION	REPRODUCTION	\$0.20
04/12/2019	Virginia Vazquez	REPRODUCTION	REPRODUCTION	\$0.20
04/12/2019	Virginia Vazquez	REPRODUCTION	REPRODUCTION	\$0.50
04/12/2019	Virginia Vazquez	REPRODUCTION	REPRODUCTION	\$0.50
04/15/2019	Virginia Vazquez	REPRODUCTION	REPRODUCTION	\$0.20
04/15/2019	Virginia Vazquez	REPRODUCTION	REPRODUCTION	\$0.10
04/15/2019	Virginia Vazquez	REPRODUCTION	REPRODUCTION	\$0.20
04/15/2019	Virginia Vazquez	REPRODUCTION	REPRODUCTION	\$0.20
04/15/2019	Virginia Vazquez	REPRODUCTION	REPRODUCTION	\$0.20
04/15/2019	Virginia Vazquez	REPRODUCTION	REPRODUCTION	\$0.50
04/15/2019	Virginia Vazquez	REPRODUCTION	REPRODUCTION	\$0.50
04/15/2019	Virginia Vazquez	REPRODUCTION	REPRODUCTION	\$0.10
04/16/2019	Elliot Stevens	REPRODUCTION	REPRODUCTION	\$0.60
04/16/2019	Elliot Stevens	REPRODUCTION	REPRODUCTION	\$1.70
04/18/2019	Elliot Stevens	REPRODUCTION	REPRODUCTION	\$2.80
04/18/2019	Elliot Stevens	REPRODUCTION	REPRODUCTION	\$0.40
04/19/2019	Virginia Vazquez	REPRODUCTION	REPRODUCTION	\$0.20
04/19/2019	Virginia Vazquez	REPRODUCTION	REPRODUCTION	\$0.20
04/19/2019	Virginia Vazquez	REPRODUCTION	REPRODUCTION	\$0.20
04/19/2019	Virginia Vazquez	REPRODUCTION	REPRODUCTION	\$0.50
04/19/2019	Virginia Vazquez	REPRODUCTION	REPRODUCTION	\$0.50
04/19/2019	Virginia Vazquez	REPRODUCTION	REPRODUCTION	\$0.50
04/22/2019	Virginia Vazquez	REPRODUCTION	REPRODUCTION	\$0.20
04/22/2019	Virginia Vazquez	REPRODUCTION	REPRODUCTION	\$0.10
04/22/2019	Virginia Vazquez	REPRODUCTION	REPRODUCTION	\$0.20
04/22/2019	Virginia Vazquez	REPRODUCTION	REPRODUCTION	\$0.10
04/22/2019	Virginia Vazquez	REPRODUCTION	REPRODUCTION	\$0.90
04/24/2019	Elliot Stevens	REPRODUCTION	REPRODUCTION	\$0.40
04/24/2019	Elliot Stevens	REPRODUCTION	REPRODUCTION	\$4.10
04/24/2019	Elliot Stevens	REPRODUCTION	REPRODUCTION	\$2.90

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PROFESSOR ARTHUR J. GONZALEZ, FOMB BOARD

MEMBER

0009 PROMESA TITLE III: HTA

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Date	Timekeeper	Type	Description	Amount
04/24/2019	Elliot Stevens	REPRODUCTION	REPRODUCTION	\$0.10
04/24/2019	Elliot Stevens	REPRODUCTION	REPRODUCTION	\$1.40
04/24/2019	Elliot Stevens	REPRODUCTION	REPRODUCTION	\$2.00
04/26/2019	Virginia Vazquez	REPRODUCTION	REPRODUCTION	\$0.20
04/26/2019	Virginia Vazquez	REPRODUCTION	REPRODUCTION	\$0.60
			Total for REPRODUCTION	\$130.70

Date	Timekeeper	Type	Description	Amount
04/01/2019	Elliot Stevens	LEXIS	LEXIS Connect and Comm Time - 0:00:00 Searches - 0 Shepards and Autocite - 0 Lexsees and Lexstat - 0	\$236.00
04/04/2019	Elliot Stevens	LEXIS	LEXIS Connect and Comm Time - 0:00:00 Searches - 0 Shepards and Autocite - 0 Lexsees and Lexstat - 0	\$160.00
04/18/2019	Elliot Stevens	LEXIS	LEXIS Connect and Comm Time - 0:00:00 Searches - 0 Shepards and Autocite - 0 Lexsees and Lexstat - 0	\$423.00
04/24/2019	Elliot Stevens	LEXIS	LEXIS Connect and Comm Time - 0:00:00 Searches - 0 Shepards and Autocite - 0 Lexsees and Lexstat - 0	\$326.00
			Total for LEXIS	\$1,145.00

Charges and Disbursements Summary

Type of Disbursements	Amount
REPRODUCTION	130.70
LEXIS	1,145.00
Total Expenses	\$1,275.70
Total Amount for this Matter	\$70,627.90

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PROFESSOR ARTHUR J. GONZALEZ, FOMB BOARD

MEMBER

0050 HTA TITLE III - ASSUREDPage 1

Summary of Time Billed by Task		Hours	Value
207	Non-Board Court Filings	0.30	\$236.70
219	Appeal	7.10	\$5,601.90
Total		7.40	\$5,838.60

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PROFESSOR ARTHUR J. GONZALEZ, FOMB BOARD

MEMBER

0050 HTA TITLE III - ASSURED

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Non-Board Court Filings -- 207

Date	Timekeeper	Task	Description	Hours	Amount
04/16/19	Jeffrey W. Levitan	207	Review FCO advisors amicus brief (0.30).	0.30	\$236.70
	Non-Board Court Filings			0.30	\$236.70

Appeal -- 219

Date	Timekeeper	Task	Description	Hours	Amount
04/03/19	Lary Alan Rappaport	219	Review Court of Appeals errata to opinion in Assured (0.10); E-mails with M. Firestein regarding Court of Appeals errata to opinion in Assured (0.10).	0.20	\$157.80
04/03/19	Michael A. Firestein	219	Review revised Court of Appeals opinion and related correspondence (0.10).	0.10	\$78.90
04/09/19	Lary Alan Rappaport	219	Review Assured petition for rehearing and rehearing en banc (0.50); E-mail with M. Firestein regarding Assured petition for rehearing and rehearing en banc (0.10); E-mails with M. Harris, J. Roberts, M. Firestein and T. Mungovan regarding Assured petition for rehearing and rehearing en banc (0.20).	0.80	\$631.20
04/09/19	Michael A. Firestein	219	Review petition for rehearing by Assured (0.50).	0.50	\$394.50
04/09/19	John E. Roberts	219	Review and analyze petition for rehearing and rehearing en banc.	0.40	\$315.60
04/09/19	Mark Harris	219	Review and analyze petition for rehearing and rehearing en banc.	0.50	\$394.50
04/10/19	Jeffrey W. Levitan	219	Review petition for rehearing and rehearing en banc (1.10); Communication with M. Bienenstock regarding same (0.10).	1.20	\$946.80
04/10/19	Michael A. Firestein	219	Review multiple Assured filings on rehearing issues (0.20).	0.20	\$157.80
04/11/19	Michael A. Firestein	219	Review orders by First Circuit on Assured appeal (0.20).	0.20	\$157.80
04/11/19	Timothy W. Mungovan	219	Communications with M. Firestein regarding Court's order striking portions of appellants' addendum and directing appellants to file new petition for rehearing en banc (0.30).	0.30	\$236.70
04/12/19	Timothy W. Mungovan	219	Review appellants' new petition for rehearing en banc (0.20).	0.20	\$157.80
04/12/19	Timothy W. Mungovan	219	Communications with M. Firestein and J. Roberts regarding appellants' new petition for rehearing en banc (0.20).	0.20	\$157.80
04/12/19	Michael A. Firestein	219	Review revised partial motion for rehearing (0.30).	0.30	\$236.70

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PROFESSOR ARTHUR J. GONZALEZ, FOMB BOARD

MEMBER

0050 HTA TITLE III - ASSURED

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Date	Timekeeper	Task	Description	Hours	Amount
04/12/19	Lary Alan Rappaport	219	Review Assured petition for rehearing (0.30).	0.30	\$236.70
04/15/19	Lary Alan Rappaport	219	Review petition for rehearing or rehearing en banc, motion for leave to file amicus brief and proposed amicus brief (0.30); Conference with M. Firestein regarding amicus brief (0.10).	0.40	\$315.60
04/15/19	Michael A. Firestein	219	Review motion by FCO advisors to intervene on rehearing (0.20); Review amicus proposed by FCO advisors on rehearing request (0.30).	0.50	\$394.50
04/15/19	Michael A. Firestein	219	Teleconference with L. Rappaport on response to FCO advisors' motion (0.10).	0.10	\$78.90
04/22/19	Lary Alan Rappaport	219	Review order denying amicus brief on petition for rehearing (0.10).	0.10	\$78.90
04/22/19	Michael A. Firestein	219	Review new First Circuit orders on amici (0.10).	0.10	\$78.90
04/25/19	Michael A. Firestein	219	Research rehearing and en banc related issues (0.30).	0.30	\$236.70
04/26/19	Michael A. Firestein	219	Review and draft memorandum on assured rehearing and en banc issues (0.20).	0.20	\$157.80
Appeal				7.10	\$5,601.90
Total for Professional Services					\$5,838.60

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PROFESSOR ARTHUR J. GONZALEZ, FOMB BOARD

MEMBER

0050 HTA TITLE III - ASSURED

Page 4**Timekeeper Summary**

Timekeeper	Status	Hours	Rate	Value
JEFFREY W. LEVITAN	PARTNER	1.50	789.00	\$1,183.50
LARY ALAN RAPPAPORT	PARTNER	1.80	789.00	\$1,420.20
MARK HARRIS	PARTNER	0.50	789.00	\$394.50
MICHAEL A. FIRESTEIN	PARTNER	2.50	789.00	\$1,972.50
TIMOTHY W. MUNGOVAN	PARTNER	0.70	789.00	\$552.30
Total for PARTNER		7.00		\$5,523.00
JOHN E. ROBERTS	SENIOR COUNSEL	0.40	789.00	\$315.60
Total for SENIOR COUNSEL		0.40		\$315.60
	Total	<hr/> 7.40		<hr/> \$5,838.60
			Total Amount for this Matter	<hr/> \$5,838.60

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PROFESSOR ARTHUR J. GONZALEZ, FOMB BOARD

MEMBER

0051 HTA TITLE III - PEAJEPage 1

Summary of Time Billed by Task		Hours	Value
206	Documents Filed on Behalf of the Board	1.70	\$1,341.30
207	Non-Board Court Filings	0.50	\$394.50
210	Analysis and Strategy	1.10	\$867.90
		Total	3.30
			\$2,603.70

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PROFESSOR ARTHUR J. GONZALEZ, FOMB BOARD

MEMBER

0051 HTA TITLE III - PEAJE

Page 2

Documents Filed on Behalf of the Board -- 206

Date	Timekeeper	Task	Description	Hours	Amount
04/16/19	Lary Alan Rappaport	206	Draft joint status report in adversary action (0.30); Communication with M. Firestein regarding draft joint status report (0.10); Revise draft joint status report (0.10).	0.50	\$394.50
04/16/19	Michael A. Firestein	206	Review and revise new Peaje status report to be filed with Court by all parties (0.20).	0.20	\$157.80
04/22/19	Lary Alan Rappaport	206	Draft joint status report in adversary proceeding (0.50); E-mail to all counsel regarding draft joint status report in adversary proceeding (0.10).	0.60	\$473.40
04/29/19	Lary Alan Rappaport	206	Finalize and file joint status report in Peaje, including related e-mails with local counsel regarding filing (0.30); Review order on joint status report (0.10).	0.40	\$315.60
Documents Filed on Behalf of the Board				1.70	\$1,341.30

Non-Board Court Filings -- 207

Date	Timekeeper	Task	Description	Hours	Amount
04/15/19	Lary Alan Rappaport	207	Review order regarding joint status report and appellate docket regarding status of appeal for inclusion in draft status report (0.10).	0.10	\$78.90
04/15/19	Lary Alan Rappaport	207	Review order and prior status report in connection with drafting new joint status report (0.20).	0.20	\$157.80
04/29/19	Michael A. Firestein	207	Review as-filed status report (0.10); Review Court order and Peaje case status conference issues (0.10).	0.20	\$157.80
Non-Board Court Filings				0.50	\$394.50

Analysis and Strategy -- 210

Date	Timekeeper	Task	Description	Hours	Amount
04/22/19	Stephen L. Ratner	210	E-mail L. Rappaport, et al. regarding draft status report to Court.	0.10	\$78.90
04/23/19	Lary Alan Rappaport	210	E-mails with counsel regarding revisions to draft joint status report in adversary action (0.30).	0.30	\$236.70
04/23/19	Michael A. Firestein	210	Review multiple correspondence on status report as required by Court including review of status report (0.20).	0.20	\$157.80
04/25/19	Michael A. Firestein	210	Review Peaje 12(c) issues (0.30).	0.30	\$236.70

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PROFESSOR ARTHUR J. GONZALEZ, FOMB BOARD

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0051 HTA TITLE III - PEAJE

Page 3

Date	Timekeeper	Task	Description	Hours	Amount
04/29/19	Timothy W. Mungovan	210	Communications with L. Rappaport regarding filing of joint status report as required by Court (0.20).	0.20	\$157.80
			Analysis and Strategy	1.10	\$867.90
Total for Professional Services					\$2,603.70

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PROFESSOR ARTHUR J. GONZALEZ, FOMB BOARD

MEMBER

0051 HTA TITLE III - PEAJE

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Timekeeper Summary

Timekeeper	Status	Hours	Rate	Value
LARY ALAN RAPPAPORT	PARTNER	2.10	789.00	\$1,656.90
MICHAEL A. FIRESTEIN	PARTNER	0.90	789.00	\$710.10
STEPHEN L. RATNER	PARTNER	0.10	789.00	\$78.90
TIMOTHY W. MUNGOVAN	PARTNER	0.20	789.00	\$157.80
Total for PARTNER		3.30		\$2,603.70
		Total	3.30	\$2,603.70

For Charges and Disbursements

Date	Timekeeper	Type	Description	Amount
04/16/2019	Niurka Padilla	REPRODUCTION	REPRODUCTION	\$0.70
04/16/2019	Niurka Padilla	REPRODUCTION	REPRODUCTION	\$0.20
04/16/2019	Niurka Padilla	REPRODUCTION	REPRODUCTION	\$0.50
04/17/2019	Niurka Padilla	REPRODUCTION	REPRODUCTION	\$5.00
04/23/2019	Niurka Padilla	REPRODUCTION	REPRODUCTION	\$3.40
04/26/2019	Niurka Padilla	REPRODUCTION	REPRODUCTION	\$3.90
			Total for REPRODUCTION	\$13.70

Date	Timekeeper	Type	Description	Amount
04/23/2019	Lary Alan Rappaport	OTHER DATABASE RESEARCH	OTHER DATABASE RESEARCH - - VENDOR: PACER SERVICE CENTER January - March 2019 for documents from non-PR Courts	\$3.30
			Total for OTHER DATABASE RESEARCH	\$3.30

Charges and Disbursements Summary

Type of Disbursements	Amount
REPRODUCTION	13.70
OTHER DATABASE RESEARCH	3.30
Total Expenses	\$17.00
Total Amount for this Matter	\$2,620.70

UNITED STATES DISTRICT COURT
DISTRICT OF PUERTO RICO

In re:

THE FINANCIAL OVERSIGHT AND
MANAGEMENT BOARD FOR PUERTO RICO,

as representative of

THE COMMONWEALTH OF PUERTO RICO, *et al.*,

Debtors.¹

PROMESA
Title III

No. 17 BK 3283-LTS

(Jointly Administered)

In re:

THE FINANCIAL OVERSIGHT AND
MANAGEMENT BOARD FOR PUERTO RICO,

as representative of

PUERTO RICO HIGHWAYS &
TRANSPORTATION AUTHORITY,

Debtor.

PROMESA
Title III

No. 17 BK 3567-LTS

**COVER SHEET TO TWENTY-SIXTH MONTHLY FEE APPLICATION OF
PROSKAUER ROSE LLP AS ATTORNEYS TO THE FINANCIAL OVERSIGHT AND
MANAGEMENT BOARD FOR PUERTO RICO, AS REPRESENTATIVE OF DEBTOR,
PUERTO RICO HIGHWAY & TRANSIT AUTHORITY (“HTA”)
FOR THE PERIOD MAY 1, 2019 THROUGH MAY 31, 2019**

Name of Applicant:

Proskauer Rose LLP (“Proskauer”)

¹ The Debtors in these Title III Cases, along with each Debtor's respective Title III case number and the last four (4) digits of each Debtor's federal tax identification number, as applicable, are the (i) Commonwealth of Puerto Rico (Bankruptcy Case No. 17 BK 3283-LTS) (Last Four Digits of Federal Tax ID: 3481); (ii) Puerto Rico Sales Tax Financing Corporation (“COFINA”) (Bankruptcy Case No. 17 BK 3284-LTS) (Last Four Digits of Federal Tax ID: 8474); (iii) Puerto Rico Highways and Transportation Authority (“HTA”) (Bankruptcy Case No. 17 BK 3567-LTS) (Last Four Digits of Federal Tax ID: 3808); and (iv) Employees Retirement System of the Government of the Commonwealth of Puerto Rico (“ERS”) (Bankruptcy Case No. 17 BK 3566-LTS) (Last Four Digits of Federal Tax ID: 9686). (Title III case numbers are listed as Bankruptcy Case numbers due to software limitations).

Authorized to Provide
Professional Services to:

Financial Oversight and Management Board, as
Representative for the Debtor Pursuant to
PROMESA Section 315(b)

Period for which compensation
and reimbursement for fees and services
is sought:

May 1, 2019 through May 31, 2019

Amount of compensation sought
as actual, reasonable and necessary: **\$148,744.50**

Amount of expense reimbursement
sought as actual, reasonable and necessary: **\$501.90**

Total Amount for these Invoices: **\$149,246.40**

This is a: X monthly interim final application.

This is Proskauer's twenty-sixth monthly fee application in these cases.

Principal Certification

I hereby authorize the submission of this Monthly Fee Statement for May 2019.



Jaime A. El Koury
General Counsel to the Financial Oversight and
Management Board for Puerto Rico

On July 1, 2019 sent to:

FOMB:

Financial Oversight and Management Board
40 Washington Square South
Office 314A
New York, NY 10012
Attn: Professor Arthur J. Gonzalez
FOMB Board Member

O'Neill & Borges LLC
250 Muñoz Rivera Ave., Suite 800
San Juan, PR 00918
Attn: Hermann D. Bauer, Esq.

Office of United States Trustee

Office of the United States Trustee for the District of
Puerto Rico
Edificio Ochoa, 500 Tanca Street, Suite 301
San Juan, PR 00901
(In re: Commonwealth of Puerto Rico)

Office of the United States Trustee for Region 21
75 Spring Street, SW, Room 362
Atlanta, GA 30303
Attn: Guy G. Gebhardt
Acting United States Trustee (Region 21)
(In re: Commonwealth of Puerto Rico)

Co-Counsel for the Official Committee of Unsecured Creditors:

Paul Hastings LLP
200 Park Avenue
New York, NY 10166
Attn: Luc. A. Despins, Esq.

Casillas, Santiago & Torres, LLC
El Caribe Office Building
53 Palmeras Street, Ste. 1601
San Juan, Puerto Rico 00901-2419
Attn: Juan J. Casillas Ayala, Esq.
Alberto J. E. Añeses Negrón, Esq.

Co-Counsel for the Fee Examiner

Godfrey & Kahn S.C.
One East Main Street, Suite 500
Madison, WI 53703
Attn: Katherine Stadler

EDGE Legal Strategies, PSC
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Citibank Tower, 12th Floor
San Juan, PR 00918
Attn: Eyck O. Lugo

Co-Counsel for AAFAF:

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Attn: John J. Rapisardi, Esq.
Suzanne Uhland, Esq.
Diana M. Perez, Esq.

Marini Pietrantoni Muñiz LLC
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San Juan, PR 00917
Attn: Luis C. Marini-Biaggi, Esq.
Carolina Velaz-Rivero, Esq.

Co-Counsel for the Official Committee of Retirees:

Jenner & Block LLP
919 Third Avenue
New York, NY 10022-3908
Attn.: Robert Gordon, Esq.
Richard Levin, Esq.

Jenner & Block LLP
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Chicago, IL 60654
Attn.: Catherine Steege, Esq.
Melissa Root, Esq.

Bennazar, García & Milián, C.S.P.
Edificio Union Plaza, PH-A
416 Avenida Ponce de León
Hato Rey, PR 00918
Attn.: A.J. Bennazar-Zequeira, Esq.

Puerto Rico Department of Treasury

PO Box 9024140
San Juan, PR 00902-4140
Attn: Reylam Guerra Goderich, Deputy Assistant of
Central Accounting
Omar E. Rodríguez Pérez, CPA, Assistant
Secretary of Central Accounting
Angel L. Pantoja Rodríguez, Deputy Assistant of
Internal Revenue and Tax Policy
Francisco Parés Alicea, Assistant Secretary of
Internal Revenue and Tax Policy
Francisco Peña Montañez, CPA, Assistant
Secretary of the Treasury

HTA - General			
Task Code	Matter Description	Total Billed Hours	Total Fees Requested
206	Documents Filed on Behalf of the Board	0.90	\$710.10
210	Analysis and Strategy	1.10	\$867.90
212	General Administration	2.60	\$702.00
215	Plan of Adjustment and Disclosure Statement	20.80	\$16,411.20
218	Employment and Fee Applications	20.50	\$8,441.40
Total		45.90	\$27,132.60

HTA - Assured			
Task Code	Matter Description	Total Billed Hours	Total Fees Requested
219	Appeal	2.70	\$2,130.30
Total		2.70	\$2,130.30

HTA - Peaje			
Task Code	Matter Description	Total Billed Hours	Total Fees Requested
210	Analysis and Strategy	0.40	\$315.60
Total		0.40	\$ 315.60

HTA - HTA Lien Avoidance and Secured Status			
Task Code	Matter Description	Total Billed Hours	Total Fees Requested
201	Tasks relating to the Board, its Members, its Staff, its Advisors or its Consultants	0.40	\$315.60
204	Communications with Claimholders	1.60	\$1,262.40
206	Documents Filed on Behalf of the Board	76.80	\$49,748.10
207	Non-Board Court Filings	0.90	\$710.10
208	Stay Matters	1.70	\$1,341.30
210	Analysis and Strategy	81.50	\$64,303.50
212	General Administration	5.50	\$1,485.00
Total		168.40	\$119,166.00

ACROSS ALL HTA-RELATED MATTERS

Professional	Position>Title	Department	Hourly Billing Rate	Total Billed Hours	Total Compensation
Brian S. Rosen	Partner	BSGR & B	\$789.00	6.80	\$5,365.20
Jeffrey W. Levitan	Partner	BSGR & B	\$789.00	16.00	\$12,624.00
Lary Alan Rappaport	Partner	Litigation	\$789.00	5.30	\$4,181.70
Mark Harris	Partner	Litigation	\$789.00	0.20	\$157.80
Michael A. Firestein	Partner	Litigation	\$789.00	14.10	\$11,124.90
Paul Possinger	Partner	BSGR & B	\$789.00	0.30	\$236.70
Ralph C. Ferrara	Partner	Litigation	\$789.00	1.00	\$789.00
Stephen L. Ratner	Partner	Litigation	\$789.00	0.50	\$394.50
Steven O. Weise	Partner	Corporate	\$789.00	40.70	\$32,112.30
Timothy W. Mungovan	Partner	Litigation	\$789.00	1.20	\$946.80
Amelia Friedman	Associate	Litigation	\$789.00	20.80	\$16,411.20
Elliot Stevens	Associate	BSGR & B	\$789.00	52.30	\$41,264.70
Philip Omorogbe	Associate	Corporate	\$789.00	6.70	\$5,286.30
Steve Ma	Associate	BSGR & B	\$789.00	7.60	\$5,996.40
TOTAL				173.50	\$136,891.50

Paraprofessional	Position>Title	Department	Hourly Billing Rate	Total Billed Hours	Total Compensation
Christopher M. Tarrant	Legal Assistant	BSGR & B	\$270.00	27.00	\$7,290.00
Laura M. Geary	Legal Assistant	Litigation	\$270.00	1.90	\$513.00
Lawrence T. Silvestro	Legal Assistant	Litigation	\$270.00	0.90	\$243.00
Natasha Petrov	Legal Assistant	BSGR & B	\$270.00	14.10	\$3,807.00
TOTAL				43.90	\$11,853.00

SUMMARY OF LEGAL FEES	Hours	Fees
	217.40	\$148,744.50

ACROSS ALL HTA-RELATED MATTERS

EXPENSE CATEGORY	AMOUNTS
Lexis	\$83.00
Other Database Research	\$0.20
Reproduction	\$132.70
Westlaw	\$286.00
Total	\$ 501.90

Proskauer requests payment of fees and reimbursement of expenses in accordance with the procedures set forth in the Interim Compensation Order (*i.e.*, payment of ninety percent (90%) of the compensation sought, in the amount of \$133,870.05, and reimbursement of one-hundred percent (100%) of expenses incurred, in the amount of \$501.90) in the total amount \$134,371.95.

Professional Certification

I hereby certify that no public servant of the Department of Treasury is a party to or has any interest in the gains or benefits derived from the contract that is the basis of this invoice. The only consideration for providing services under the contract is the payment agreed upon with the authorized representatives of the Financial Oversight and Management Board for Puerto Rico. The amount of this invoice is reasonable. The services were rendered and the corresponding payment has not been made. To the best of my knowledge, Proskauer Rose LLP does not have any debts owed to the Government of Puerto Rico or its instrumentalities.

/s/ Martin J. Bienenstock

Martin J. Bienenstock (*pro hac vice*)

Proskauer Rose LLP
Eleven Times Square
New York, NY 10036
Tel: (212) 969-3000
Fax: (212) 969-2900

Exhibit A

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PROFESSOR ARTHUR J. GONZALEZ, FOMB BOARD

MEMBER

0009 PROMESA TITLE III: HTA

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Summary of Time Billed by Task		Hours	Value
206	Documents Filed on Behalf of the Board	0.90	\$710.10
210	Analysis and Strategy	1.10	\$867.90
212	General Administration	2.60	\$702.00
215	Plan of Adjustment and Disclosure Statement	20.80	\$16,411.20
218	Employment and Fee Applications	20.50	\$8,441.40
	Total	45.90	\$27,132.60

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Documents Filed on Behalf of the Board -- 206

Date	Timekeeper	Task	Description	Hours	Amount
05/17/19	Elliot Stevens	206	Analyze Teodoro Moscoso bond issues for A. Friedman (0.20); E-mail relating to same to same (0.10).	0.30	\$236.70
05/20/19	Elliot Stevens	206	Draft edits to HTA omnibus objection for A. Friedman (0.40).	0.40	\$315.60
05/30/19	Elliot Stevens	206	E-mails relating to HTA bonds with A. Friedman (0.20).	0.20	\$157.80
Documents Filed on Behalf of the Board				0.90	\$710.10

Analysis and Strategy -- 210

Date	Timekeeper	Task	Description	Hours	Amount
05/16/19	Brian S. Rosen	210	Review HTA security agreement (0.50); Memorandum to M. Dale regarding status of complaints (0.10).	0.60	\$473.40
05/24/19	Elliot Stevens	210	E-mails with A. Friedman relating to claims objection (0.20).	0.20	\$157.80
05/31/19	Paul Possinger	210	Review and comment on HTA fiscal plan clawback language.	0.30	\$236.70
Analysis and Strategy				1.10	\$867.90

General Administration -- 212

Date	Timekeeper	Task	Description	Hours	Amount
05/13/19	Christopher M. Tarrant	212	Review and revise informative motion for 5/16 hearing (0.40); Draft electronic device order for same (0.40); Review all pleadings for same (0.90); Review and compile binders and related materials for attorney for hearing (0.90).	2.60	\$702.00
General Administration				2.60	\$702.00

Plan of Adjustment and Disclosure Statement -- 215

Date	Timekeeper	Task	Description	Hours	Amount
05/07/19	Amelia Friedman	215	E-mails and follow-up call with J. Esses about drafting objections to ERS bondholder claims.	0.20	\$157.80
05/07/19	Amelia Friedman	215	Call with E. Stevens to discuss plan to file omnibus objections to certain bondholder claims in HTA Title III case.	0.10	\$78.90

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Date	Timekeeper	Task	Description	Hours	Amount
05/07/19	Amelia Friedman	215	Follow up e-mail to J. Herriman and L. Stafford summarizing updates from call with E. Stevens.	0.10	\$78.90
05/17/19	Amelia Friedman	215	Review updated chart of bondholder claims marked for omnibus objection and provide revised assessment of how to group for drafting objections in light of scope of master claims filed against Commonwealth.	1.10	\$867.90
05/17/19	Amelia Friedman	215	Edit Omnibus objection to duplicate bond claims filed by HTA bondholders in HTA Title III Case.	2.10	\$1,656.90
05/18/19	Amelia Friedman	215	Review revised spreadsheet of bondholder claims and categorize claims for omnibus objections.	1.50	\$1,183.50
05/19/19	Amelia Friedman	215	Draft omnibus objections to duplicate, deficient, and incorrect debtor bondholder claims.	1.60	\$1,262.40
05/20/19	Amelia Friedman	215	Continue drafting omnibus objections to duplicative, deficient, and incorrect debtor bond claims to be filed on behalf of HTA.	1.70	\$1,341.30
05/20/19	Amelia Friedman	215	E-mail Alvarez & Marsal initial drafts for review of omnibus objections to duplicate, deficient, and incorrect debtor bond claims filed in HTA Title III Case.	0.10	\$78.90
05/20/19	Amelia Friedman	215	E-mails with M. Zeiss about HTA bondholder claims that still need to be placed into an omnibus objection category.	0.30	\$236.70
05/21/19	Amelia Friedman	215	Call with J. Herriman to discuss drafting objections to deficient claims and claims to be reclassified.	0.10	\$78.90
05/21/19	Amelia Friedman	215	Revise background section of omnibus objections to be filed on behalf of HTA to duplicate, deficient, and incorrect debtor bond claims.	0.40	\$315.60
05/21/19	Amelia Friedman	215	Draft additional omnibus objection to deficient and incorrect debtor bond claims.	0.40	\$315.60
05/21/19	Amelia Friedman	215	Revise Fortieth omnibus objection to deficient claims to incorporate edits from M. Zeiss (Alvarez & Marsal).	0.70	\$552.30
05/21/19	Amelia Friedman	215	Revise drafts of 12 omnibus objections to duplicate, deficient, and incorrect debtor bond claims.	2.10	\$1,656.90
05/21/19	Amelia Friedman	215	E-mail revised drafts of omnibus objections to bondholder claims to Alvarez & Marsal for review.	0.10	\$78.90

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Date	Timekeeper	Task	Description	Hours	Amount
05/22/19	Amelia Friedman	215	Revise omnibus objections numbered 35, 40, 42, 43, 44, 46 to duplicate, deficient, and/or incorrect debtor bondholder claims, to incorporate feedback from Alvarez & Marsal.	1.20	\$946.80
05/22/19	Amelia Friedman	215	Send revised drafts of omnibus objections to duplicate, deficient, and incorrect debtor bond claims to Alvarez & Marsal for review.	0.10	\$78.90
05/22/19	Amelia Friedman	215	Conference call with Alvarez & Marsal to discuss omnibus objections to duplicate, deficient, and incorrect debtor bond claims.	0.20	\$157.80
05/23/19	Amelia Friedman	215	Revise draft omnibus objections to incorrect debtor, duplicate, and deficient claims.	0.60	\$473.40
05/23/19	Amelia Friedman	215	E-mail B. Rosen draft omnibus objections to duplicate, deficient, and incorrect debtor bond claims for review.	0.10	\$78.90
05/24/19	Amelia Friedman	215	E-mails with E. Stevens regarding revising background section to omnibus objections to bond claims.	0.10	\$78.90
05/24/19	Amelia Friedman	215	Revise omnibus objections to duplicate, deficient, and incorrect bond claims to incorporate edits from B. Rosen.	2.10	\$1,656.90
05/24/19	Amelia Friedman	215	Draft omnibus objections to an additional approximately 200 HTA exact duplicate and subsequently amended claims.	0.40	\$315.60
05/24/19	Amelia Friedman	215	E-mails with B. Rosen regarding revising background section describing HTA bonds.	0.30	\$236.70
05/24/19	Amelia Friedman	215	E-mail Alvarez & Marsal revised duplicate, deficient, and incorrect debtor bondholder claim objections for review.	0.10	\$78.90
05/25/19	Amelia Friedman	215	Revise omnibus objections to deficient and deficient plus incorrect debtor bond claims to include claims asserted by ERS bondholders against HTA.	0.60	\$473.40
05/25/19	Amelia Friedman	215	E-mails with M. Zeiss regarding updated omnibus objections to HTA bondholder claims to include additional claims asserted by ERS bondholders against HTA.	0.20	\$157.80
05/25/19	Amelia Friedman	215	Review five claims flagged by M. Zeiss (Alvarez & Marsal) as falling outside scope of existing omnibus objections to HTA bondholder claims.	0.40	\$315.60
05/29/19	Amelia Friedman	215	Call with J. Herriman and K. Harmon to discuss HTA fiscal agents and CUSIPs flagged as requiring further review.	0.20	\$157.80

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Date	Timekeeper	Task	Description	Hours	Amount
05/29/19	Amelia Friedman	215	E-mail to Citi regarding fiscal agent for certain CUSIPs associated with HTA bonds.	0.10	\$78.90
05/29/19	Amelia Friedman	215	E-mail B. Rosen and E. Stevens regarding fiscal agent for certain CUSIPs associated with HTA bonds.	0.10	\$78.90
05/30/19	Amelia Friedman	215	E-mails with L. Stafford, K. Harmon, J. Herriman, and E. Stevens regarding fiscal agent for HTA bonds.	0.40	\$315.60
05/30/19	Amelia Friedman	215	Teleconference with L. Stafford, J. Herriman, and K. Harmon to discuss HTA fiscal agent and master claims.	0.30	\$236.70
05/30/19	Amelia Friedman	215	Review draft schedules of claims for omnibus objections to bondholder claims prepared by Alvarez & Marsal (0.50); E-mail with M. Zeiss regarding same (0.10).	0.60	\$473.40
05/31/19	Amelia Friedman	215	E-mails with Citi regarding CUSIPs identified during review of bondholder claims that don't appear on master proofs of claim.	0.10	\$78.90
Plan of Adjustment and Disclosure Statement				20.80	\$16,411.20

Employment and Fee Applications -- 218

Date	Timekeeper	Task	Description	Hours	Amount
05/01/19	Natasha Petrov	218	Draft calculations for Proskauer fifth interim fee application (0.90); Draft fee application (2.90); Review February and March invoices for purposes of drafting sixth interim fee application (0.40).	4.20	\$1,134.00
05/03/19	Natasha Petrov	218	Revise Proskauer fifth interim fee application.	0.30	\$81.00
05/06/19	Natasha Petrov	218	Revise fifth interim fee application.	0.30	\$81.00
05/07/19	Christopher M. Tarrant	218	Review and revise fifth interim fee application.	0.80	\$216.00
05/10/19	Natasha Petrov	218	Draft exhibits to fifth interim fee application.	2.10	\$567.00
05/13/19	Natasha Petrov	218	Draft exhibits to fifth interim fee application.	1.90	\$513.00
05/15/19	Natasha Petrov	218	Draft calculations for Proskauer sixth interim fee application.	0.70	\$189.00
05/16/19	Natasha Petrov	218	Continue revising exhibits to Proskauer fee application.	1.40	\$378.00
05/17/19	Philip Omorogbe	218	Draft portion of Proskauer's fifth interim fee application for HTA.	2.20	\$1,735.80
05/19/19	Philip Omorogbe	218	Review fee application (0.30); Draft portions of Proskauer's fifth interim fee application for HTA (0.70).	1.00	\$789.00
05/20/19	Philip Omorogbe	218	Draft relevant portions of Proskauer's fifth interim fee application for HTA.	1.00	\$789.00

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Date	Timekeeper	Task	Description	Hours	Amount
05/20/19	Natasha Petrov	218	Revise Proskauer fifth interim fee application (2.40); Revise notice of filing of same (0.20).	2.60	\$702.00
05/21/19	Elliot Stevens	218	Revise HTA fifth interim fee application (0.60); Review final version (0.20).	0.80	\$631.20
05/21/19	Natasha Petrov	218	Revise Proskauer fifth fee application and exhibits in preparation for filing.	0.60	\$162.00
05/21/19	Philip Omorogbe	218	Review and draft notices related to Proskauer fifth interim fee application (0.20); Review exhibits and schedules related to same (0.40).	0.60	\$473.40
Employment and Fee Applications				20.50	\$8,441.40
Total for Professional Services					\$27,132.60

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Timekeeper Summary

Timekeeper	Status	Hours	Rate	Value
BRIAN S. ROSEN	PARTNER	0.60	789.00	\$473.40
PAUL POSSINGER	PARTNER	0.30	789.00	\$236.70
Total for PARTNER		0.90		\$710.10
AMELIA FRIEDMAN	ASSOCIATE	20.80	789.00	\$16,411.20
ELLIOT STEVENS	ASSOCIATE	1.90	789.00	\$1,499.10
PHILIP OMOROGBE	ASSOCIATE	4.80	789.00	\$3,787.20
Total for ASSOCIATE		27.50		\$21,697.50
CHRISTOPHER M. TARRANT	LEGAL ASSISTANT	3.40	270.00	\$918.00
NATASHA PETROV	LEGAL ASSISTANT	14.10	270.00	\$3,807.00
Total for LEGAL ASSISTANT		17.50		\$4,725.00
	Total	45.90		\$27,132.60

For Charges and Disbursements

Date	Timekeeper	Type	Description	Amount
05/03/2019	Niurka Padilla	REPRODUCTION	REPRODUCTION	\$2.40
05/03/2019	Niurka Padilla	REPRODUCTION	REPRODUCTION	\$5.70
05/03/2019	Niurka Padilla	REPRODUCTION	REPRODUCTION	\$3.10
05/07/2019	Niurka Padilla	REPRODUCTION	REPRODUCTION	\$0.50
05/07/2019	Niurka Padilla	REPRODUCTION	REPRODUCTION	\$0.60
05/07/2019	Niurka Padilla	REPRODUCTION	REPRODUCTION	\$2.70
05/07/2019	Elliot Stevens	REPRODUCTION	REPRODUCTION	\$2.50
05/08/2019	Philip Omorogbe	REPRODUCTION	REPRODUCTION	\$4.40
05/08/2019	Niurka Padilla	REPRODUCTION	REPRODUCTION	\$0.50
05/08/2019	Niurka Padilla	REPRODUCTION	REPRODUCTION	\$3.60
05/08/2019	Niurka Padilla	REPRODUCTION	REPRODUCTION	\$4.00
05/08/2019	Niurka Padilla	REPRODUCTION	REPRODUCTION	\$0.40
05/08/2019	Elliot Stevens	REPRODUCTION	REPRODUCTION	\$13.20
05/08/2019	Philip Omorogbe	REPRODUCTION	REPRODUCTION	\$0.30
05/08/2019	Elliot Stevens	REPRODUCTION	REPRODUCTION	\$0.90
05/09/2019	Niurka Padilla	REPRODUCTION	REPRODUCTION	\$1.70
05/13/2019	Christopher M. Tarrant	REPRODUCTION	REPRODUCTION	\$0.60
05/13/2019	Christopher M. Tarrant	REPRODUCTION	REPRODUCTION	\$2.00
05/13/2019	Christopher M. Tarrant	REPRODUCTION	REPRODUCTION	\$0.60
05/13/2019	Christopher M. Tarrant	REPRODUCTION	REPRODUCTION	\$1.20
05/13/2019	Christopher M. Tarrant	REPRODUCTION	REPRODUCTION	\$1.80
05/13/2019	Christopher M. Tarrant	REPRODUCTION	REPRODUCTION	\$9.80
05/13/2019	Christopher M. Tarrant	REPRODUCTION	REPRODUCTION	\$2.20

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Date	Timekeeper	Type	Description	Amount
05/13/2019	Christopher M. Tarrant	REPRODUCTION	REPRODUCTION	\$0.40
05/13/2019	Christopher M. Tarrant	REPRODUCTION	REPRODUCTION	\$0.40
05/13/2019	Christopher M. Tarrant	REPRODUCTION	REPRODUCTION	\$1.60
05/13/2019	Christopher M. Tarrant	REPRODUCTION	REPRODUCTION	\$2.00
05/13/2019	Christopher M. Tarrant	REPRODUCTION	REPRODUCTION	\$20.00
05/14/2019	Niurka Padilla	REPRODUCTION	REPRODUCTION	\$1.60
05/15/2019	Elliot Stevens	REPRODUCTION	REPRODUCTION	\$0.30
05/15/2019	Niurka Padilla	REPRODUCTION	REPRODUCTION	\$15.00
05/15/2019	Christopher M. Tarrant	REPRODUCTION	REPRODUCTION	\$6.80
05/15/2019	Christopher M. Tarrant	REPRODUCTION	REPRODUCTION	\$1.80
05/15/2019	Christopher M. Tarrant	REPRODUCTION	REPRODUCTION	\$3.40
05/15/2019	Christopher M. Tarrant	REPRODUCTION	REPRODUCTION	\$4.30
05/16/2019	Elliot Stevens	REPRODUCTION	REPRODUCTION	\$0.60
05/16/2019	Elliot Stevens	REPRODUCTION	REPRODUCTION	\$3.90
05/16/2019	Elliot Stevens	REPRODUCTION	REPRODUCTION	\$0.60
05/16/2019	Elliot Stevens	REPRODUCTION	REPRODUCTION	\$3.90
05/16/2019	Elliot Stevens	REPRODUCTION	REPRODUCTION	\$0.30
05/16/2019	Elliot Stevens	REPRODUCTION	REPRODUCTION	\$0.30
05/17/2019	Elliot Stevens	REPRODUCTION	REPRODUCTION	\$0.20
05/17/2019	Elliot Stevens	REPRODUCTION	REPRODUCTION	\$0.20
05/17/2019	Elliot Stevens	REPRODUCTION	REPRODUCTION	\$0.10
05/17/2019	Elliot Stevens	REPRODUCTION	REPRODUCTION	\$0.10
05/17/2019	Elliot Stevens	REPRODUCTION	REPRODUCTION	\$0.10
05/17/2019	Elliot Stevens	REPRODUCTION	REPRODUCTION	\$0.10
Total for REPRODUCTION				\$132.70

Date	Timekeeper	Type	Description	Amount
05/07/2019	Elliot Stevens	LEXIS	LEXIS Connect and Comm Time - 0:00:00 Searches - 0 Shepards and Autocite - 0 Lexsees and Lexstat - 0	\$83.00
			Total for LEXIS	\$83.00

Date	Timekeeper	Type	Description	Amount
05/17/2019	Laura M. Geary	WESTLAW	WESTLAW Connect and Comm Time - 0:00:00 WestChk and Other Trans - 18 Lines Printed	\$286.00
			Total for WESTLAW	\$286.00

Date	Timekeeper	Type	Description	Amount
05/20/2019	Elliot Stevens	OTHER DATABASE RESEARCH	OTHER DATABASE RESEARCH - - VENDOR: PACER SERVICE CENTER	\$0.10
05/20/2019	Chris Theodoridis	OTHER DATABASE RESEARCH	OTHER DATABASE RESEARCH - - VENDOR: PACER SERVICE CENTER	\$0.10

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Total for OTHER DATABASE RESEARCH	\$0.20
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Charges and Disbursements Summary

Type of Disbursements	Amount
REPRODUCTION	132.70
LEXIS	83.00
WESTLAW	286.00
OTHER DATABASE RESEARCH	0.20
Total Expenses	\$501.90
Total Amount for this Matter	\$27,634.50

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0050 HTA TITLE III - ASSURED

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Summary of Time Billed by Task	Hours	Value
219 Appeal	2.70	\$2,130.30
Total	2.70	\$2,130.30

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0050 HTA TITLE III - ASSURED

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Appeal -- 219

Date	Timekeeper	Task	Description	Hours	Amount
05/29/19	Lary Alan Rappaport	219	Review First Circuit errata opinion in Assured appeal (0.10); Compare errata Opinion and original opinion in Assured appeal (0.10); E-mails with M. Firestein, T. Mungovan, S. Weise, J. Roberts, M. Harris regarding comparison of errata opinion and original opinion in Assured appeal (0.40); Conference with M. Firestein regarding same (0.20).	0.80	\$631.20
05/29/19	Michael A. Firestein	219	Research impact of errata given substantive change (0.20).	0.20	\$157.80
05/29/19	Michael A. Firestein	219	Review First Circuit errata issues in connection with Assured opinion (0.30); E-mail with M. Harris, T. Mungovan, S. Weise, and J. Roberts on errata issues (0.10); Teleconference with L. Rappaport on same (0.20).	0.60	\$473.40
05/29/19	Stephen L. Ratner	219	Review opinion issued by First Circuit (0.10); Communications with M. Morris, M. Firestein, L. Rappaport, et al. regarding opinion issued by First Circuit (0.10).	0.20	\$157.80
05/29/19	Mark Harris	219	Review court order on errata.	0.20	\$157.80
05/29/19	Timothy W. Mungovan	219	Review First Circuit's errata opinion and amended decision (0.30).	0.30	\$236.70
05/29/19	Timothy W. Mungovan	219	E-mails with M. Firestein, L. Rappaport, J. Roberts, and M. Harris regarding First Circuit's errata opinion and amended decision (0.40).	0.40	\$315.60
Appeal				2.70	\$2,130.30
Total for Professional Services					\$2,130.30

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0050 HTA TITLE III - ASSURED

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Timekeeper Summary

Timekeeper	Status	Hours	Rate	Value
LARY ALAN RAPPAPORT	PARTNER	0.80	789.00	\$631.20
MARK HARRIS	PARTNER	0.20	789.00	\$157.80
MICHAEL A. FIRESTEIN	PARTNER	0.80	789.00	\$631.20
STEPHEN L. RATNER	PARTNER	0.20	789.00	\$157.80
TIMOTHY W. MUNGOVAN	PARTNER	0.70	789.00	\$552.30
Total for PARTNER		2.70		\$2,130.30
	Total		2.70	\$2,130.30
				\$2,130.30

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Summary of Time Billed by Task	Hours	Value
210 Analysis and Strategy	0.40	\$315.60
Total	0.40	\$315.60

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PROFESSOR ARTHUR J. GONZALEZ, FOMB BOARD

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0051 HTA TITLE III - PEAJEPage 2**Analysis and Strategy -- 210**

Date	Timekeeper	Task	Description	Hours	Amount
05/06/19	Michael A. Firestein	210	Review Peaje 12(c) issues in light of ERS certiorari petition (0.40).	0.40	\$315.60
Analysis and Strategy					0.40
Total for Professional Services					\$315.60

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Timekeeper Summary

Timekeeper	Status	Hours	Rate	Value
MICHAEL A. FIRESTEIN	PARTNER	0.40	789.00	\$315.60
Total for PARTNER		0.40		\$315.60
	Total		0.40	\$315.60
				\$315.60

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0074 HTA LIEN AVOIDANCE AND SECURED STATUS
COMPLAINTS

Page 1

Summary of Time Billed by Task		Hours	Value
201	Tasks relating to the Board and Associated Members	0.40	\$315.60
204	Communications with Claimholders	1.60	\$1,262.40
206	Documents Filed on Behalf of the Board	76.80	\$49,748.10
207	Non-Board Court Filings	0.90	\$710.10
208	Stay Matters	1.70	\$1,341.30
210	Analysis and Strategy	81.50	\$64,303.50
212	General Administration	5.50	\$1,485.00
	Total	168.40	\$119,166.00

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0074 HTA LIEN AVOIDANCE AND SECURED STATUS
COMPLAINTS

Page 2

Tasks relating to the Board and Associated Members -- 201

Date	Timekeeper	Task	Description	Hours	Amount
05/24/19	Elliot Stevens	201	E-mail to O'Neill relating to HTA lien challenge defendants (0.10); E-mails relating to Peaje counsel questions with team and Paul Hastings (0.30).	0.40	\$315.60
			Tasks relating to the Board and Associated Members	0.40	\$315.60

Communications with Claimholders -- 204

Date	Timekeeper	Task	Description	Hours	Amount
05/10/19	Steven O. Weise	204	Conference with Unsecured Creditors Committee regarding lien challenge.	0.70	\$552.30
05/10/19	Steven O. Weise	204	Conference with Unsecured Creditors Committee regarding which persons to name in objection to claims.	0.90	\$710.10
			Communications with Claimholders	1.60	\$1,262.40

Documents Filed on Behalf of the Board -- 206

Date	Timekeeper	Task	Description	Hours	Amount
05/04/19	Elliot Stevens	206	E-mail with S. Weise relating to HTA bond pleading (0.10).	0.10	\$78.90
05/07/19	Elliot Stevens	206	E-mails with B. Rudnick relating to tolling agreement (0.20); E-mails with S. Weise and team relating to HTA lien challenge (0.20); Call with A. Friedman relating to pleading (0.10); Analyze HTA financing statements (1.10); E-mail with J. Herriman relating to HTA bond claims (0.20); Draft HTA lien challenge edits (3.10).	4.90	\$3,866.10
05/08/19	Elliot Stevens	206	E-mails with J. Herriman (0.10); Review A&M spreadsheet relating to HTA bond claims (0.20); Discuss same with C. Tarrant (0.10); Draft edits to lien challenge (0.80); E-mails to team relating to same (0.10).	1.30	\$1,025.70
05/08/19	Elliot Stevens	206	Conference with S. Weise, J. Levitan, and P. Omorogbe relating to HTA lien challenge (0.80); Discuss same with B. Rosen (0.30).	1.10	\$867.90
05/08/19	Philip Omorogbe	206	Meeting with S. Weise, J. Levitan and E. Stevens regarding HTA lien challenge (0.80); Review statutes and jurisprudence regarding same (0.60).	1.40	\$1,104.60

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0074 HTA LIEN AVOIDANCE AND SECURED STATUS
COMPLAINTS

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Date	Timekeeper	Task	Description	Hours	Amount
05/08/19	Steven O. Weise	206	Conference with J. Levitan regarding lien challenge.	0.80	\$631.20
05/08/19	Jeffrey W. Levitan	206	Review revised lien complaint (0.50); Draft list of issues for meeting (0.30); Conference with S. Weise, P. Omorogbe, E. Stevens regarding lien challenge (0.80); Conference with E. Stevens regarding lien challenge (0.10).	1.70	\$1,341.30
05/09/19	Christopher M. Tarrant	206	Review HTA lien challenge chart prepare by A/M (1.40); Meetings with E. Stevens and P. Omorogbe regarding same (0.40); E-mails with E. Stevens and P. Omorogbe regarding same (0.30); Draft chart of defendants (0.60); Draft exhibits to complaints (0.80); Conduct defendant research (0.70).	4.20	\$1,134.00
05/10/19	Christopher M. Tarrant	206	Research HTA lien challenge defendant list (0.60); Prepare conflict search (0.40); Meetings and e-mails with E. Stevens regarding same (0.30); Review associated proofs of claims and 2019 disclosures (0.50).	1.80	\$486.00
05/10/19	Elliot Stevens	206	Analyze HTA bond issuances for bond pleading (0.80).	0.80	\$631.20
05/13/19	Elliot Stevens	206	E-mails with H. Bauer and team relating to HTA defendant list (0.40); Discuss HTA lien challenge with B. Rosen (0.10); Draft edits to same and e-mail to team (0.70); E-mail same to M. Bienenstock (0.20); Call with M. Firestein relating to HTA lien challenge (0.20); E-mails with M. Firestein relating to same (0.50); E-mails with P. Omorogbe relating to same (0.10); Discuss with J. Levitan CUSIP numbers (0.10); E-mail question relating to CUSIP numbers to E. Schaffer (0.40); E-mails with S. Ma relating to same (0.20); E-mails with team and E. Schaffer relating to same (0.20); Research relating to HTA CUSIP number (0.50).	3.60	\$2,840.40
05/13/19	Michael A. Firestein	206	Review HTA avoidance complaint for comments thereon (0.60).	0.60	\$473.40
05/13/19	Christopher M. Tarrant	206	Review and revise HTA lien challenge complaint (1.20); Review and revise exhibits to same (0.90).	2.10	\$567.00

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Date	Timekeeper	Task	Description	Hours	Amount
05/14/19	Elliot Stevens	206	Analyze monoline HTA claims (0.60); E-mails to team relating to HTA lien challenge (0.20); Discuss same with J. Levitan (0.20); Call with A. Bongartz relating to HTA lien challenge (0.10); E-mails with H. Bauer relating to HTA lien challenge (0.20); E-mails with L. del Valle Emmannuelli relating to HTA lien challenge (0.20); E-mail to S. Uhland relating to HTA UCC searches (0.10); E-mails with Brown Rudnick relating to Banco Popular tolling (0.30); E-mails with team relating to same (0.10); Draft edits to HTA lien challenge (1.80).	3.80	\$2,998.20
05/15/19	Christopher M. Tarrant	206	Review and revise HTA lien challenge complaint and exhibits (1.90); Meetings and e-mails with E. Stevens regarding same (0.40).	2.30	\$621.00
05/15/19	Elliot Stevens	206	E-mails with team and counsel for Banco Popular relating to tolling agreements (0.40); E-mails with team relating to HTA lien challenge defendants (0.30); E-mail to J. Levitan relating to lien challenge conflicts check (0.30); Discuss same with same (0.30); Discuss with M. Bienenstock relating to HTA lien challenge (0.30); E-mail to same relating to same (0.30); E-mails to M. Firestein relating to same (0.20); Call with Banco Popular counsel relating to tolling agreement amendment (0.20); Discuss same with J. Levitan (0.20); Analyze tolling agreement with Banco Popular (0.90); Draft tolling agreement amendment (1.40); E-mails to J. Levitan and B. Rosen relating to same (0.20).	5.00	\$3,945.00
05/15/19	Michael A. Firestein	206	Review revised adversary complaint (0.40); Review further revised adversary complaint (0.20).	0.60	\$473.40
05/15/19	Michael A. Firestein	206	Teleconference with L. Rappaport on strategy for HTA lien avoidance complaint (0.10).	0.10	\$78.90
05/16/19	Michael A. Firestein	206	Review further revised adversary complaint in HTA (0.30).	0.30	\$236.70
05/16/19	Michael A. Firestein	206	Teleconferences with E. Stevens on revisions to HTA adversary complaint (0.30); Teleconference with T. Mungovan on strategy for adversary proceeding in HTA (0.20).	0.50	\$394.50

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Date	Timekeeper	Task	Description	Hours	Amount
05/16/19	Elliot Stevens	206	E-mails with team relating to GDB claims (0.30); E-mails with A. Bongartz relating to same (0.30); Research same (0.20); E-mails with O'Neill and C. Tarrant relating to HTA lien challenge (0.10); Discuss HTA lien challenge with M. Bienenstock (0.10); Draft edits to HTA lien challenge (0.80); E-mails relating to same with team (0.10); E-mails with C. Tarrant relating to HTA defendants (0.10); E-mails with Paul Hastings and B. Rosen relating to 1998 security agreement (0.10); Analyze same (0.30); E-mails relating to same with S. Weise (0.10); Discuss Banco Popular tolling agreement with P. Omorogbe (0.40); Draft edits to Banco Popular tolling amendment (2.40); Draft edits to HTA lien challenge (0.20); E-mail same to Paul Hastings (0.20); E-mail Banco Popular tolling agreement amendment to B. Rosen and J. Levitan (0.10); Call with C. Tarrant relating to conflicts (0.30); E-mail to team relating to same (0.10).	6.20	\$4,891.80
05/16/19	Christopher M. Tarrant	206	Review and revise HTA lien challenge complaint and exhibits (1.20); Meetings and e-mails with E. Stevens regarding same (0.40).	1.60	\$432.00

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Date	Timekeeper	Task	Description	Hours	Amount
05/17/19	Elliot Stevens	206	E-mail with M. Kahn relating to HTA lien challenge (0.10); E-mails with team relating to HTA lien challenge (0.20); E-mails with team relating to HTA lien challenge conflicts (0.30); E-mail to Brown Rudnick relating to GDB tolling agreement (0.30); Discuss same with J. Levitan (0.10); E-mail with J. Esses relating to HTA lien challenge (0.10); Draft analysis of GDB loan claim (1.30); Discuss same with J. Levitan (0.20); Discuss tolling with J. Levitan (0.10); Discuss tolling with E. Barak (0.20); E-mails with O'Melveny relating to GDB loan claim (0.20); Discuss HTA lien challenge with M. Firestein (0.20); E-mails with team relating to GDB loan claim and HTA lien challenge (0.60); Discuss GDB loan claim issues with M. Bienenstock (0.10); E-mails with S. Weise and team relating to GDB loan claim financing statements (1.40); Discuss same with J. Levitan (0.20); E-mails with GDB debt recovery authority attorneys (0.40); Draft analysis of lien challenge and GDB restructuring act for client (2.10); Discuss same with M. Bienenstock (0.10); Discuss same with P. Omorogbe (0.50); Draft revisions to same (0.20); E-mail same to J. El Koury (0.10).	9.00	\$7,101.00
05/17/19	Elliot Stevens	206	Call with J. Levitan relating to HTA claims (0.20); E-mails with team relating to same (0.20).	0.40	\$315.60
05/17/19	Christopher M. Tarrant	206	Review and revise HTA lien challenge complaint and exhibits (1.90); Meetings with E. Stevens and P. Omorogbe regarding same (0.40); E-mails with E. Stevens and P. Omorogbe regarding same (0.40).	2.70	\$729.00
05/17/19	Michael A. Firestein	206	Review HTA lien avoidance complaint (0.30).	0.30	\$236.70
05/18/19	Michael A. Firestein	206	Review stipulation on HTA/GDB issues (0.20).	0.20	\$157.80
05/18/19	Michael A. Firestein	206	Review revised adversary complaints in HTA (0.30).	0.30	\$236.70

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Date	Timekeeper	Task	Description	Hours	Amount
05/18/19	Elliot Stevens	206	E-mails relating to HTA claims with team and UCC (0.20); Draft tolling agreement amendment (1.10); E-mails with J. Levitan and team relating to same (0.60); E-mails with Brown Rudnick relating to same (0.20); Call with R. Sierra relating to same (0.10); Draft edits to tolling agreement amendment pursuant to J. Levitan comments (0.60); E-mails with team relating to same (0.20); E-mails with UCC relating to same (0.20); E-mails with debt recovery authority counsel relating to same (0.10); E-mail with B. Rudnick relating to same (0.10); E-mails with counsel for GDB relating to same (0.30); E-mails with O'Melveny relating to same (0.10); E-mails with team and Paul Hastings relating to HTA lien challenge (0.20); Draft edits to HTA lien challenge (0.10); E-mail same to team (0.10).	4.20	\$3,313.80
05/19/19	Elliot Stevens	206	E-mails with team relating to HTA lien challenge (0.10); Call with M. Firestein relating to same (0.10); Draft edits to lien challenge (0.20); E-mails with team relating to same (0.20); Draft edits in line with S. Weise comments (0.20); E-mails to team relating to same (0.20).	1.00	\$789.00
05/19/19	Christopher M. Tarrant	206	Review and revise exhibits to HTA lien challenge complaints.	1.40	\$378.00
05/19/19	Michael A. Firestein	206	Review and revise HTA adversary complaints (0.70); Review multiple further revisions on multiple complaints in HTA (0.60).	1.30	\$1,025.70
05/20/19	Christopher M. Tarrant	206	Review and revise all HTA lien challenge complaints (1.10); Finalize all exhibits (1.10); Finalize all defendant lists (0.80); Review and revise civil cover sheets (1.10); Meeting with E. Stevens regarding same (0.20); Meetings with L. Silvestro regarding same (0.20); E-mails with local counsel regarding same (0.30).	4.80	\$1,296.00

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Date	Timekeeper	Task	Description	Hours	Amount
05/20/19	Elliot Stevens	206	Draft edits to HTA lien challenge in line with Paul Hastings' comments (0.30); E-mail same to C. Tarrant (0.10); Discuss same with C. Tarrant (0.20); E-mails to A. Bongartz (0.20); Call with J. Levitan relating to HTA lien challenge (0.10); Draft further edits to HTA lien challenge (0.60); E-mail same to C. Tarrant for finalizing (0.10); Call with A. Bongartz relating to HTA lien challenge (0.10); Draft further conforming edits to HTA lien challenge (0.90); E-mails to A. Bongartz and Paul Hastings relating to HTA lien challenge (0.20); E-mails with Genovese relating to filing of HTA lien challenge (0.10); E-mails with C. Tarrant relating to filing of HTA lien challenge (0.30); Call with GDB Debt Recovery Authority counsel relating to tolling and other issues (0.30); E-mails relating to tolling agreement with Banco Popular counsel (0.20); Discuss same with J. Levitan (0.10); E-mails with Paul Hastings relating to HTA lien challenge (0.30); Draft conforming final edits to HTA lien challenge (0.80); E-mails relating to HTA lien challenge filing with Estrella LLC (0.10); E-mails relating to same with Luis del Valle Emmanuelli (0.40).	5.40	\$4,260.60
05/21/19	Jeffrey W. Levitan	206	Conference with P. Omorogbe regarding HTA lien challenge (0.10).	0.10	\$78.90
05/23/19	Timothy W. Mungovan	206	Review Judge Swain's order referring to Judge Dein Board and UCC's joint omnibus motion for extension of time to serve summonses and complaints and to stay certain adversary proceedings relating to certain HTA bonds (0.10).	0.10	\$78.90
05/23/19	Elliot Stevens	206	Discuss HTA lien challenge with P. Omorogbe and C. Tarrant (0.10).	0.10	\$78.90
05/25/19	Elliot Stevens	206	E-mail with team relating to Peaje's counsel's altered language (0.10).	0.10	\$78.90
05/25/19	Michael A. Firestein	206	Review revisions to stipulation on adversaries regarding preservation of rights (0.20).	0.20	\$157.80
05/26/19	Elliot Stevens	206	E-mails with team, Paul Hastings and Peaje's counsel relating to proposed altered order language (0.40).	0.40	\$315.60
Documents Filed on Behalf of the Board				76.80	\$49,748.10

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Non-Board Court Filings -- 207

Date	Timekeeper	Task	Description	Hours	Amount
05/20/19	Michael A. Firestein	207	Review multiple strategic HTA correspondence and adversary complaints (0.30).	0.30	\$236.70
05/24/19	Michael A. Firestein	207	Review UCC response on verified statement and GDB joinder and Assured motion for impact on HTA issues (0.30).	0.30	\$236.70
05/25/19	Michael A. Firestein	207	Review UCC response on verified statement and GDB joinder and Assured motion for impact on HTA issues (0.30).	0.30	\$236.70
Non-Board Court Filings				0.90	\$710.10

Stay Matters -- 208

Date	Timekeeper	Task	Description	Hours	Amount
05/21/19	Michael A. Firestein	208	Review multiple strategic correspondence on stay motion in HTA matters (0.20).	0.20	\$157.80
05/22/19	Michael A. Firestein	208	Review stay motion in HTA for adversary proceeding impact (0.20).	0.20	\$157.80
05/24/19	Michael A. Firestein	208	Review and revise stay stipulation in HTA for impact on Peaje (0.40).	0.40	\$315.60
05/28/19	Michael A. Firestein	208	Review multiple strategic correspondence on stay stipulation in HTA (0.30); Teleconference with E. Stevens on stipulation revisions (0.10); Review final stipulation as filed in HTA adversaries concerning potential stay issues (0.20); Review multiple objections to motion to stay adversary proceedings in HTA and GO cases for impact on HTA case (0.30).	0.90	\$710.10
Stay Matters				1.70	\$1,341.30

Analysis and Strategy -- 210

Date	Timekeeper	Task	Description	Hours	Amount
05/01/19	Jeffrey W. Levitan	210	Review lien search (0.50); E-mail S. Weise regarding lien search (0.10).	0.60	\$473.40
05/01/19	Steven O. Weise	210	Review lien challenge.	1.40	\$1,104.60
05/04/19	Steven O. Weise	210	Review and revise challenge to liens.	4.70	\$3,708.30

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Date	Timekeeper	Task	Description	Hours	Amount
05/06/19	Brian S. Rosen	210	Review memorandum from P. Friedman regarding HTA actions (0.10); Memorandum to P. Friedman regarding same (0.10); Review materials for and participate on conference call with O'Melveny, Brown, Rudnick regarding same (0.90); Review motion to stay litigations (0.40); Memorandum to L. Despins regarding same (0.10); Review informative motion regarding list of actions (0.20); Teleconference with E. Stevens regarding same (0.10); Review and revise joint stipulation (0.30); Memorandum to A. Bongartz regarding same (0.10).	2.30	\$1,814.70
05/07/19	Steven O. Weise	210	Review issues regarding lien challenge.	1.30	\$1,025.70
05/07/19	Jeffrey W. Levitan	210	Review S. Weise UCC analysis (0.20); Review S. Weise comments to complaint (0.40); E-mail with S. Weise regarding complaint (0.10); Conference with E. Stevens regarding lien challenge, tolling (0.20).	0.90	\$710.10
05/08/19	Steven O. Weise	210	Review and revise revised brief on challenge to liens.	1.20	\$946.80
05/08/19	Steven O. Weise	210	Review UCC search reports.	1.60	\$1,262.40
05/08/19	Lary Alan Rappaport	210	Review HTA, ERS urgent motion (0.20).	0.20	\$157.80
05/09/19	Lary Alan Rappaport	210	Review Board and Special Claims Committee reply in support of joint motion for expedited consideration of urgent joint motion for order approving stipulation and order (0.10).	0.10	\$78.90
05/09/19	Elliot Stevens	210	E-mail with S. Ma relating to HTA registered bondholder search (0.20); E-mails with A&M relating to HTA bond claims (0.20); Call with S. Ma relating to bondholder search (0.10); Discuss with C. Tarrant issues relating to complaints (0.10); Research relating to bondholder claims (0.60).	1.20	\$946.80
05/09/19	Steven O. Weise	210	Review UCC search reports.	1.30	\$1,025.70
05/09/19	Steve MA	210	Analyze and research HTA bond CUSIPs to prepare list to obtain DTC reports (6.60); Call with E. Stevens regarding same (0.20).	6.80	\$5,365.20
05/10/19	Steve MA	210	Conduct research regarding HTA series FHA bonds.	0.60	\$473.40
05/10/19	Steven O. Weise	210	Review draft pleadings regarding lien challenge.	2.30	\$1,814.70
05/10/19	Jeffrey W. Levitan	210	Conferences with E. Stevens regarding lien challenges.	0.30	\$236.70
05/12/19	Steven O. Weise	210	Review draft pleadings regarding lien challenge.	2.20	\$1,735.80

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Date	Timekeeper	Task	Description	Hours	Amount
05/13/19	Michael A. Firestein	210	Teleconference with E. Stevens on HTA avoidance strategy (0.20); Teleconference with S. Weise on HTA avoidance claims strategy (0.20); Conference with L. Rappaport on HTA avoidance claims strategy (0.20); Review and research financing statements and memorandums on lien challenge in HTA (0.40).	1.00	\$789.00
05/13/19	Lary Alan Rappaport	210	Review draft Complaint by HTA for avoidance of lien claims (0.20); Conference with M. Firestein regarding draft HTA Complaint for avoidance of lien claims, potential issues, strategy (0.20).	0.40	\$315.60
05/13/19	Jeffrey W. Levitan	210	Review revised lien challenge complaint (0.20); E-mails with E. Stevens regarding complaint (0.30); Conference with E. Stevens regarding lien challenge (0.20).	0.70	\$552.30
05/13/19	Steve MA	210	E-mail with Epiq regarding DTC reports for HTA bonds.	0.10	\$78.90
05/14/19	Timothy W. Mungovan	210	Communications with M. Firestein regarding avoidance actions (0.40).	0.40	\$315.60
05/14/19	Jeffrey W. Levitan	210	Review e-mails regarding lien avoidance issues, financing statements, BNY claim (0.30); Conference with E. Stevens regarding lien challenge (0.10); Conference with M. Firestein regarding lien challenge (0.10).	0.50	\$394.50
05/14/19	Lary Alan Rappaport	210	Conference with M. Firestein regarding HTA lien avoidance action strategy and staffing (0.20); Review proposed avoidance claims (0.20).	0.40	\$315.60
05/14/19	Stephen L. Ratner	210	Conference with M. Firestein regarding strategy for HTA avoidance actions.	0.30	\$236.70
05/14/19	Michael A. Firestein	210	Teleconference with S. Ratner on strategy regarding HTA avoidance action (0.30); Teleconference with J. Levitan on HTA adversary strategy on lien avoidance (0.30); Teleconference with T. Mungovan on avoidance strategy regarding HTA (0.20).	0.80	\$631.20
05/14/19	Steven O. Weise	210	Review and revise brief on lien challenge.	4.80	\$3,787.20
05/15/19	Steven O. Weise	210	Review lien challenge pleading.	1.20	\$946.80
05/15/19	Lary Alan Rappaport	210	Review e-mail from M. Bienenstock regarding draft HTA lien avoidance complaint (0.20); Conferences with M. Firestein regarding issues, strategy for HTA lien avoidance complaint (0.20).	0.40	\$315.60
05/15/19	Michael A. Firestein	210	Teleconference with E. Stevens on defendant issues for adversary (0.30).	0.30	\$236.70

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Date	Timekeeper	Task	Description	Hours	Amount
05/15/19	Jeffrey W. Levitan	210	Review e-mails, conference with E. Stevens regarding lien challenge issues (0.30); E-mails with S. Weise regarding lien challenge (0.20); Teleconference with S. Weise regarding lien challenge (0.10).	0.60	\$473.40
05/15/19	Elliot Stevens	210	Conference call with P. Omorogbe and Banco Popular counsel relating to tolling of HTA actions (0.20).	0.20	\$157.80
05/16/19	Steve MA	210	E-mail with Epiq regarding status of DTC reports for HTA bonds.	0.10	\$78.90
05/16/19	Lary Alan Rappaport	210	Review revised draft HTA lien avoidance complaint (0.20); E-mails with E. Stevens, M. Firestein, L. Despins regarding draft HTA lien avoidance complaint (0.20).	0.40	\$315.60
05/16/19	Jeffrey W. Levitan	210	Review e-mails regarding security agreement (0.20); Review revised complaint (0.40); Review L. Despins e-mail regarding lien issue (0.20); E-mail with E. Stevens regarding complaint (0.10).	0.90	\$710.10
05/16/19	Steven O. Weise	210	Review issues regarding scope of security interest.	3.40	\$2,682.60
05/16/19	Brian S. Rosen	210	Teleconference with L. Despins regarding hearing (0.20); Review material for and attend hearing regarding stipulation (2.80).	3.00	\$2,367.00
05/17/19	Steven O. Weise	210	Review UCC perfection and priority issues.	3.10	\$2,445.90
05/17/19	Michael A. Firestein	210	Review multiple strategic correspondence on HTA lien avoidance complaint (0.10); Review strategic materials on GDB issues versus HTA (0.20); Review analysis on GDB versus HTA releases and claims (0.30); Teleconference with E. Stevens and J. Levitan on GDB/HTA claims (0.20); Review multiple correspondence on GDB/HTA financing issues (0.90); Review UCC position on certain counts in HTA adversary (0.10); Draft multiple strategic memorandums on HTA adversary claim approach (0.20).	2.00	\$1,578.00
05/17/19	Lary Alan Rappaport	210	Review e-mails E. Stevens, B. Rosen, L. Despins, S. Weise, M. Firestein, K. Rifkind regarding HTA lien avoidance action issues (0.40); Conferences with M. Firestein regarding HTA lien avoidance issues (0.20).	0.60	\$473.40

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05/17/19	Jeffrey W. Levitan	210	Conference with E. Stevens regarding lien challenge (0.20); Review e-mails regarding lien challenge (0.10); Conferences with E. Stevens regarding tolling agreement (0.20); Conference with M. Firestein, E. Stevens regarding lien challenge (0.20); Review e-mails regarding GDB issues (0.20); Review GDB financing statements, e-mail S. Weise, conferences with E. Stevens (0.50); E-mail E. Stevens regarding GDB (0.30); Review e-mails, conferences with E. Stevens regarding GDP (0.20); Teleconference with J. El Koury regarding tolling issues (0.70); E-mails and teleconferences with E. Stevens regarding tolling (0.40); Review revised tolling agreements, e-mail E. Stevens (0.30).	3.30	\$2,603.70
05/18/19	Lary Alan Rappaport	210	Review E-mails E. Stevens, R. Sierra regarding HTA lien action (0.20).	0.20	\$157.80
05/18/19	Jeffrey W. Levitan	210	Review amendments to tolling analysis (0.60); E-mails and teleconferences with E. Stevens regarding tolling agreements (0.50); E-mails with RDA counsel regarding tolling (0.20); Teleconference with J. El Koury regarding tolling (0.20); Review committee complaint and tolling agreement comments (0.50); Review revised complaint (0.40); E-mails E. Stevens, A. Bongartz regarding tolling agreement (0.40).	2.80	\$2,209.20
05/18/19	Michael A. Firestein	210	Review multiple strategic memorandums on HTA adversary issues (0.30).	0.30	\$236.70
05/19/19	Michael A. Firestein	210	Teleconference with E. Stevens on revisions to adversary complaints in HTA (0.20).	0.20	\$157.80
05/19/19	Steven O. Weise	210	Review and revise lien challenge matters.	2.40	\$1,893.60
05/19/19	Jeffrey W. Levitan	210	E-mail with N. Zouairabani, J. El Koury regarding tolling (0.20); E-mail with E. Stevens regarding HTA (0.10); Review revised complaint, e-mails (0.50).	0.80	\$631.20
05/19/19	Lary Alan Rappaport	210	Review e-mails with S. Weise, M. Firestein, E. Stevens, L. Despins regarding HTA lien avoidance complaint (0.30).	0.30	\$236.70
05/20/19	Lary Alan Rappaport	210	Review e-mails with UCC, E. Stevens regarding draft HTA lien avoidance complaints (0.20); Review HTA lien avoidance complaints (0.20).	0.40	\$315.60

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05/20/19	Michael A. Firestein	210	Teleconference with J. Levitan on strategy regarding GDB/HTA issues (0.20).	0.20	\$157.80
05/20/19	Jeffrey W. Levitan	210	Review committee comments to complaint (0.60); Conferences with E. Stevens regarding complaint (0.40); Teleconference with J. El Koury regarding tolling (0.10); Teleconference with D. Mintz, et. al. regarding tolling (0.20); Teleconference with M. Firestein regarding complaint (0.10); Teleconference with J. El Koury, M. Rieker regarding complaint (0.40); Revise talking points (0.60).	2.40	\$1,893.60
05/20/19	Brian S. Rosen	210	Review and revise HTA complaint (0.90).	0.90	\$710.10
05/20/19	Philip Omorogbe	210	Teleconference with counsel for GDB's Debt Recovery Authority.	0.50	\$394.50
05/21/19	Ralph C. Ferrara	210	Review summary regarding Board/UCC adversary complaint challenging extent and enforceability of certain security interests (0.20).	0.20	\$157.80
05/21/19	Lary Alan Rappaport	210	E-mails with M. Firestein, E. Stevens, J. Levitan regarding UCC motion to stay HTA lien avoidance claims (0.20).	0.20	\$157.80
05/21/19	Elliot Stevens	210	Discuss HTA lien challenge issues with C. Tarrant (0.10); Discuss same with J. Levitan (0.10); E-mails to Paul Hastings relating to same (0.20).	0.40	\$315.60
05/22/19	Jeffrey W. Levitan	210	E-mails L. Despins regarding service of complaints, motion to stay (0.10); E-mails J. El Koury, E. Stevens regarding defendants (0.30).	0.40	\$315.60
05/22/19	Michael A. Firestein	210	Further review of HTA adversary complaint defendant related issues (0.20); Conference with T. Mungovan on avoidance strategy (0.20).	0.40	\$315.60
05/22/19	Elliot Stevens	210	Research relating to USDA HTA claim for J. Levitan (0.20); E-mail to same relating to same (0.10).	0.30	\$236.70
05/23/19	Steven O. Weise	210	Review issues involving property rights.	1.60	\$1,262.40
05/24/19	Lary Alan Rappaport	210	Review Y. Goor, N. Bassett e-mails regarding proposed stipulation, proposed order for stay in HTA lien avoidance action (0.20); E-mails with E. Stevens, M. Firestein, J. Levitan, B. Rosen regarding proposed stipulation, proposed order for stay in HTA lien avoidance action (0.20).	0.40	\$315.60
05/24/19	Steven O. Weise	210	Review issues involving property rights.	1.80	\$1,420.20
05/25/19	Lary Alan Rappaport	210	E-mails with E. Stevens, M. Firestein, Y. Goor, N. Bassett regarding proposed stay/tolling stipulation, language (0.20).	0.20	\$157.80

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PROFESSOR ARTHUR J. GONZALEZ, FOMB BOARD

MEMBER

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Date	Timekeeper	Task	Description	Hours	Amount
05/26/19	Michael A. Firestein	210	Review and prepare multiple correspondence on strategy for stipulation in HTA proceedings (0.70).	0.70	\$552.30
05/28/19	Elliot Stevens	210	E-mails with N. Bassett and Paul Hastings relating to Peaje amended language (0.10); Analyze objections to stay motion (0.30).	0.40	\$315.60
05/28/19	Lary Alan Rappaport	210	E-mails with E. Stevens, N. Bassett, M. Firestein regarding language for tolling, stay agreement in HTA lien avoidance matter (0.20); Conference with M. Firestein regarding language for tolling, stay agreement in HTA lien avoidance matter (0.10).	0.30	\$236.70
05/29/19	Elliot Stevens	210	Review stay objections (0.10).	0.10	\$78.90
05/30/19	Steven O. Weise	210	Review issues involving property rights.	4.00	\$3,156.00
05/31/19	Ralph C. Ferrara	210	Reconcile HTA security interest complaint to fiscal plan debt sustainability analysis and Claims Committee objectives (0.80).	0.80	\$631.20
Analysis and Strategy				81.50	\$64,303.50

General Administration -- 212

Date	Timekeeper	Task	Description	Hours	Amount
05/16/19	Lawrence T. Silvestro	212	Review and revise HTA lien challenge complaint (0.90).	0.90	\$243.00
05/17/19	Laura M. Geary	212	Review and revise HTA lien challenge complaint (1.90).	1.90	\$513.00
05/21/19	Christopher M. Tarrant	212	Review and revise ADI spreadsheets for each HTA complaint per Clerk's instructions (2.30); E-mail and telephone call with Clerk regarding same (0.40).	2.70	\$729.00
General Administration				5.50	\$1,485.00

Total for Professional Services **\$119,166.00**

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MEMBER

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Timekeeper Summary

Timekeeper	Status	Hours	Rate	Value
BRIAN S. ROSEN	PARTNER	6.20	789.00	\$4,891.80
JEFFREY W. LEVITAN	PARTNER	16.00	789.00	\$12,624.00
LARY ALAN RAPPAPORT	PARTNER	4.50	789.00	\$3,550.50
MICHAEL A. FIRESTEIN	PARTNER	12.90	789.00	\$10,178.10
RALPH C. FERRARA	PARTNER	1.00	789.00	\$789.00
STEPHEN L. RATNER	PARTNER	0.30	789.00	\$236.70
STEVEN O. WEISE	PARTNER	40.70	789.00	\$32,112.30
TIMOTHY W. MUNGOVAN	PARTNER	0.50	789.00	\$394.50
Total for PARTNER		82.10		\$64,776.90
ELLIO STEVENS	ASSOCIATE	50.40	789.00	\$39,765.60
PHILIP OMOROGBE	ASSOCIATE	1.90	789.00	\$1,499.10
STEVE MA	ASSOCIATE	7.60	789.00	\$5,996.40
Total for ASSOCIATE		59.90		\$47,261.10
CHRISTOPHER M. TARRANT	LEGAL ASSISTANT	23.60	270.00	\$6,372.00
LAURA M. GEARY	LEGAL ASSISTANT	1.90	270.00	\$513.00
LAWRENCE T. SILVESTRO	LEGAL ASSISTANT	0.90	270.00	\$243.00
Total for LEGAL ASSISTANT		26.40		\$7,128.00
	Total		168.40	\$119,166.00
	Total Amount for this Matter			\$119,166.00